7+28

shall not exceed the prevailing mileage rate established by the WDOC contract for

extradition services in place at the time of such transport.

7.22.2 The WDOC will retake any inmate, upon the written request of the Contractor, provided the WDOC concurs with the removal of the inmate from the Contractor's facility, within forty-five (45) days after receipt of the request to retake.

7.22.3 If an inmate's sentence is terminated for any reason, the WDOC shall notify the Contractor as soon as possible and shall take custody of the inmate at the Contractor's facility either by employee of the Department or by an agent of the Department acting under authority of contract.

CCA has read section 7.22 and agrees to comply with the provisions as stated.

7.23 Reporting Serious Incidents, Events of Special Interest, Media Contacts and Legislative Inquiries

The Contractor shall immediately report any serious incident, event of special interest, legislative or media contact to the Contract Administrator/designee, including, but not limited to the following:

All escape attempts and attempts (See section 7.26 Escape or Attempt);

 Serious incidents committed by inmates, such as homicides, suicide, sexual assault, commission of a serious battery on staff, inmate, a member of the public, or major property damage;

3. Use of force to include firearms (See section 7.24, Use of Force);

Serious injury to staff or inmates;

- 5. Death of an inmate (See section 7.25, Death of an Inmate);
- Death of a staff member while on duty;

Inmate disturbance or group misconduct.

 Any other serious/unusual incidents, to include natural disasters, which have the potential of creating uncommon interest to the press and/or surrounding community.

 Events involving media attention, labor relations activities, or the involvement of elected/appointed officials.

The Contractor shall provide appropriate documentation to the WDOC in a timely manner following any serious incident, event of special interest, legislative or media contacts.

CCA has read section 7.23 and agrees to comply with the provisions as stated.

7.24 Use of force

7.24.1 The Contractor's employees shall be authorized to carry and use weapons only in accordance with federal laws and regulations in effect in the state in which the Contractor's facility is located.

7.24.2 The Contractor's employees shall be authorized to use non-deadly force as the circumstances require and then only in accordance with federal laws and the laws and regulations in effect in the state in which the Contractor's facility is located.

7.24.3 The Contractor's employees shall use deadly force only in accordance with federal law and consistent with WDOC policy (See attached s. DOC 306, WI Administrative Code, SIMP #22).

7.24.4 The Contractor shall video tape all use of force incidents, including cell extractions. Time may not permit the initial video taping in emergency situations, but taping shall begin as soon as possible. The Contractor shall provide copies of the videotapes to the WDOC Contract Administrator or designee upon request. 7.24.5 The Contractor shall immediately report all use of force incidents that result in significant injury to staff or to an inmate in accordance with Section 7.23.

CCA has read section 7.24 and agrees to comply with the provisions as stated. CCA facilities currently operate under a use of force policty that meet WDOC

CORRECTIONS CORPORATION OF AMERICA

requirements. A copy of each proposed CCA facility's use of force policy is contained in Appendix B of this proposal.

7.25 Death of an Inmate

7.25.1 In the event of the death of a WDOC inmate, the Contractor shall notify the Contract Administrator/designee as soon as possible, **but not later than two (2) hours of such an event.**

7.25.2 The Contractor is responsible for all required notifications to local law enforcement, medical examiner/coroner, etc.

7.25.3 The Contractor is responsible for immediately notifying the next-of-kin utilizing information in the inmates' file.

7.25.4 The Contractor shall provide the following documents to the Contract Administrator/designee, at the Contractor's expense, within five (5) calendar days, or as soon as they become available:

1. Official copy of the local state/county medical examiner/coroner's report;

2. Complete set of fingerprints;

3. Any/all facility documents concerning the death of the inmate:

4. Any other information concerning the death of the inmate as requested by the WDOC.

7.25.5 The Contractor shall not release the body/property of the inmate to any authority other than the WDOC, except as permitted by <u>written</u> order from the Contract Administrator/designee.

7.25.6 The Contractor shall assist the WDOC in arranging transportation of the deceased to Wisconsin, at the WDOC's expense. Logistics for the transfer of the deceased/property shall be coordinated between the Contractor and the WDOC and approved by the Contract Administrator/designee.

7.25.7 The Contractor shall provide the following documents to the Contract Administrator/designee, at the Contractor's expense, within fifteen (15) calendar days, or as soon as they become available:

1. Certified copy of the death certificate.

2. Autopsy report.

7.25.8 The Contractor shall comply with the required Mortality Review process for all WDOC inmate deaths (See attached s. DOC 300, Wisconsin Administrative Code, IMP #13).
7.25.9 The provisions of this article shall govern only the responsibilities of the WDOC and the Contractor, and shall not be construed to affect or remove the liability of any relative or other person for the disposition of the deceased or any expenses connected

CCA has read section 7.25 and agrees to comply with the provisions as stated.

7.26 Escape or Attempt

therewith

7.26.1 In the event of an escape or attempt, the Contractor shall take reasonable measures to recapture and/or prosecute inmates consistent with the laws of the state in which the Contractor's facility is located.

7.26.2 The Contractor shall notify the Contract Administrator/designee as soon as possible, but not later than two (2) hours of such an event.

7.26.3 The Contractor shall provide the following documents to the Contract Administrator/designee, at the Contractor's expense **no later than five (5) days** of the escape, or as soon as they are available:

1. Any/all facility documents concerning the escape or attempt.

2. Any/all outside law enforcement documents concerning the escape or attempt. Such documentation shall demonstrate the reasonableness and the extent of all efforts to recapture and/or prosecute the inmate(s).

7.26.4 All recapturing costs shall be the responsibility of the Contractor.

CCA has read section 7.26 and agrees to comply with the provisions as stated.

7.27 Official Hearings

The Contractor shall provide adequate, confidential facilities to

conducted by the Wisconsin Parole Commission or other officials from Wisconsin.

The Contractor agrees to temporarily return inmate files for Parole hearings in accordance with section 7.15, Transportation of Inmates, Property and Files.

The Contractor shall conduct PRC hearings on each inmate on an as needed basis in accordance with s.DOC 302 WI Administrative Code. Copies of the results of all hearings shall be provided to the WDOC within thirty (30) days after each hearing is completed.

The Contractor shall provide adequate, confidential facilities for attorney/client visits and/or telephone conferences.

CCA has read section 7.27 and agrees to comply with the provisions as stated. Upon completion of Parole hearings, CCA would request that inmate files be returned to the facility with in fourteen business days.

7.28 Drug free facility

The Contractor shall make a good faith effort to maintain a drug-free facility.

The Contractor shall provide for drug and alcohol testing of all inmates on a random basis, routine follow-up testing for those testing positive, routine testing for those for whom there are reasonable suspicions of drug/alcohol abuse. At a minimum, 5% of the inmate population is to be tested each month.

In accordance with Section 6.9, Written Reports to Be Provided by the Contractor, the Contractor shall provide a summary of the drug/alcohol testing in each quarterly report to the Contract Administrator.

CCA has read section 7.28 and agrees to comply with the provisions as stated.

7.29 Safety and Emergency Procedures

The Contractor shall provide to the Contract Administrator all copies of their safety, emergency and evacuation procedures in accordance with this contract (see section 7.17, Mutual Aid Agreements). It is the Contractors responsibility to provide any updates as they occur. Such plans will include, but are not limited to, plans to assure operation of the facility(s) in the event of an employee labor dispute, riot, fire, civil /natural disaster, or power failure.

The WDOC reserves the right to initiate a facility emergency response drill, upon demand at any time, to assess staff preparedness.

CCA has read section 7.29 and agrees to comply with the provisions as stated.

7.30 Laundry, Supplies and Inmate Clothing

The Contractor shall provide full time laundry services to inmates.

The Contractor shall provide, at the Contractor's expense, the following to WDOC inmates:

- Clothing: Outerwear, underwear, socks and shoes.
- 2. Hygiene: Body soap, toothpaste, toothbrush, toilet tissue.
- 3. Linen: Sheets, pillow, blanket, towel, washcloth.

The Contractor shall provide for the periodic exchange of durable items and replacement for non-durable.

CCA has read section 7.30 and agrees to comply with the provisions as stated.

7.31 Inmate Property

The Contractor shall manage inmate property in accordance with the Contractor's policy. Any damaged or missing inmate property while in the Contractor's possession is the responsibility of the Contractor.

The Contractor shall provide a copy of their property policy in their response, for each facility in which they propose to house WDOC inmates

CCA has read section 7.33 and agrees to comply with the provisions as stated. A copy of each proposed CCA facility's property policy is contained in Appendix B of this proposal.

7.32 Inmate Mail

The Contractor will provide delivery of mail to offenders and send out mail from offenders in compliance with ACA standards.

CCA has read section 7.32 and agrees to comply with the provisions as stated.

7.33 Commissary

The Contractor shall provide a commissary to inmates in accordance with ACA standards.

The commissary shall contain items similar, and at a comparable price, to those offered in WDOC facilities.

The WDOC reserves the right to establish inmate commissary spending capacities.

CCA has read section 7.33 and offers the following. The proposed facilities operate their commissaries in accordance with ACA standards. CCA commissaries stock a variety of items available to inmates, including ethnic products based on institution population and requests of items. Prices will vary from facility to facility, but will be comparable to prices paid in retail stores.

7.34 Grievance procedure

The Contractor shall establish a formal grievance procedure for inmates in accordance with ACA standards.

The Contractor shall maintain individual record on each grievance filed for inspection by the WDOC upon request.

The Contractor shall provide a listing of all grievances filed, applicable dates and status of each grievance in the quarterly report, per Section 6.9, Written Reports to Be Provided by the Contractor.

The Contractor shall provide a copy of their grievance procedure in their response, for each facility in which they propose to house WDOC inmates.

CCA has read section 7.34 and agrees to comply with the provison as stated.

A copy of each institutions Greievance procedures can be found in Appendix B.

CORRECTIONS CORPORATION OF AMERICA

8.0 COST PROPOSAL

8.1 General instructions on preparing cost proposals

The cost proposal should be submitted in a separate envelope with the written proposal. The proposal will be scored using a standard quantitative calculation where the most points will be awarded to the proposal with the lowest cost. Other proposals will receive a proportional number of points based on the relationship of proposed cost to the low cost:

Lowest Cost Proposed Cost

X 40 (Total Possible Points) = Proposer's Points

8.2 Format for submitting cost proposals

Proposer shall quote a per diem, per inmate price that shall include all costs which shall be associated with services as outlined in this RFP.

8.3 Fixed price period

All prices, costs, and conditions outlined in the proposal shall remain fixed and valid for acceptance for ninety (90) days starting on the due date for proposals.

SOLICITATION, OFFER AND CONTRACT AWARD

SOLICITATION

The Wisconsin Department of Corrections (WDOC) is soliciting proposals for services as set forth in the attached Request for Proposal (RFP). The RFP and any addendum, clarifications and/or responses to questions issued in writing by the Procurement Manager shall constitute the entire solicitation.

OFFER

(Proposer must sign and return with Proposal)

We, the proposer, propose to furnish and deliver any and all of the deliverables and services named in the attached RFP for the prices set froth in our Proposal. It is understood and agreed that our Proposal shall be valid and held open for 90 days after the date of opening of Proposals in response to the RFP. It is understood and agreed that our Proposal constitutes an offer, which when accepted in writing by the WDOC via execution of the attached "Contract Award", and subject to the terms and conditions of such acceptance, will constitute a valid and binding Contract between us and the WDOC.

We acknowledge that cost is not the sole determinative factor in the RFP evaluation process. Proposals shall be evaluated in accordance with the provisions of Section 3.0 of the RFP. We acknowledge that with regard to the subject matter of this RFP, the WDOC's interest in public safety is of paramount importance and that the WDOC shall act in its best interest.

It is understood and agreed that we have read the specifications shown or referenced in the RFP, as well as any addendum or attachments thereto and/or clarifications issued by the WDOC, and that this Proposal is made in accordance with the provisions of such specifications. By our written signature on the Offer and Contract Award, we guarantee and certify that all items included in our Proposal meet or exceed any and all such WDOC specifications. We further agree, if awarded a Contract, to deliver all goods and services which meet or exceed the specifications including, but not limited to, time lines or dates for such delivery and costs for deliverables and/or services proposed.

I certify that I have read and understand the foregoing and on behalf of the proposer agree to abide by each of the foregoing provisions. I further certify that I have read and understand all the specifications, terms and conditions, including Wisconsin's Standard and Supplemental Terms and Conditions, of this RFP and on behalf of the proposer agree that the proposer shall be bound by all such provisions.

I certify that this Proposal is made without prior understanding, agreement, or connection with any corporation, firm or person submitting a Proposal for the same material, supplies, equipment or services and is in all respects fair and without collusion or fraud. I further certify that there has been no prior understanding or agreement with any corporation, firm or person to refrain from submitting a proposal. I understand that collusive bidding is a violation of State and Federal Law and can result in fines, prison sentences, and civil damage awards. I certify that I am authorized to sign this Proposal for the proposer and to commit the proposer to these provisions. I agree that the Laws of the State of Wisconsin shall govern the performance of the Contract arising from the RFP.

Brkfull	Brian K. Ferrell	07-31-02	·····
Authorized Signature	Printed Name	Date	

CONTRACT AWARD

(Proposer must sign and return with Proposal)

The parties hereto have caused this Contract Award to be executed by their respective duly authorized representatives and effective on the date when all parties hereto have affixed their respective signatures below. The initial Contract shall run from December 22, 2002 through December 22, 2005. This Contract may be extended by mutual agreement of the parties for two additional one-year periods.

This Contract Award consummates the "Contract" which consists of: (a) the Solicitation and RFP, along with any addenda, attachments, and/or clarifications thereto including, without limitation, Form DOA-3054 ("Standard Terms and Conditions") and Form DOA-3681 ("Supplemental Standard Terms and Conditions for Procurement of Services"); (b) the Offer, Proposal, points of clarification, responses to clarifications request and/or best and final offer of the successful proposer (the "Contractor"); and, (c) this Contract Award and negotiated changes as hereby incorporated and attached to this Contract Award. To the extent that there is a conflict amongst or between the terms, conditions, or specifications in the Contract documents, the term, condition, or specification determined by the WDOC to be the more favorable to the WDOC in any given situation shall govern and control.

The laws of the State of Wisconsin shall govern all matters concerning this Contract. The Contractor agrees to comply with all State and Federal laws applicable to the performance of this Contract including, but not limited to, licensing and regulatory requirements.

The Contractor shall be compensated in accordance with the fee or rate structure set forth in the Contractor's Proposal.

Contractor / L	Wisconsin Department of Corrections	
By: Buttell	Ву:	
(Print Name) Brian K. Ferrell	Jon E. Litscher	
Title: V.P. State Government Relations	Secretary	

AFFIDAVIT

THIS COM	PLETED AFFIDAVIT MU	JST BE SUBMITTED WI	TH THE PROPOS	SAL.
PROPOSE	R PREFERENCE Pleas	e indicate below if claimin	ng a proposer pre	ference.
	Minority Business Pref by the Wisconsin D concerning the certific	ference (s. 16.75(3m), Wepartment of Commentation process, contact the 123 W. Washington Av	ris. Stats.) - Must ce. If you have ne Wisconsin De	be certified questions partment of
The materia	e majority of the compo	sal were manufactured in nent parts thereof were n	whole or in subs nanufactured in w	tantial part within the United hole or in substantial part in
X Y	es 🛮 No	☐ Unknown		
agreement of attempt has proposal has potential con any other pro	or participated in any columnia been made to induce and some some been independently appetitor; that this propose or competitor; that	Ilusion or otherwise taker by other person or firm to arrived at without collus sal has not been knowing at the above statement is	n any action in res submit or not to ion with any oth ply disclosed prior accurate under p	.
rroposai and	the terms of our propos	ditions, and specification sal. Brian K. Ferrell	•	e state in this Request for
Feb.	epresentative B	Type or Print Signature	Date	or-31-02
Company Na	me Corrections Corpor	ation of America	Telephone_	(615) 263-3000
This docume	nt can be made available	e in accessible formats to	qualified individu	rals with disabilities.

	TATE OF WISCONSIN IA-3477 (R05/98)	Bid / Proposal # C-624
VF	ENDOR INFORMATION	Commodity / Service DETENTION SERVICES
1.	BIDDING / PROPOSING COMPANY NAME Corre	ections Corporation of America
	FEIN 62-1806755	
	Phone (615) 263-3000	_ Toll Free Phone (800)624-2931
	FAX (615) 263-3050	E-Mail Address Brian.ferrell@correctionscorp.com
	Address 10 Burton Hills Boulevard	
2	City Nashville	State TN Zip + 4 37215-6284
2.	Name the person to contact for questions concerning	g this bid / proposal.
	Name Brian K. Ferrell	Title Vice President State Customer Relations
	Phone (615) 263-3000	Toll Free Phone (800) 624-2931
	FAX (615) 263-3050	E-Mail Address Brian.Ferrell@correctionscorp.com
	Address 10 Burton Hills Boulevard	
	City Nashville	State TN Zip + 4 37215-6284
3.	Any vendor awarded over \$25,000 on this contract m department. Please name the Personnel / Human Refor affirmative action in the company to contact about Name Loy Hayes	esource and Development or other person responsible this plan.
	Phone (615.) 263-3000	
ing in		Toll Free Phone(800) 624-2931
	FAX (615) 263-3050	E-Mail Address loyhayes@correctionscorp.com
	Address 10 Burton Hills Boulevard	
	City Nashville	State TN Zip + 4 37215-6284
4.	Mailing address to which state purchase orders are m concerning orders and billings.	ailed and person the department may contact
	Name Angie Juarez	Title Director of Treasury
	Phone (615) 263-3000	Toll Free Phone (800) 624-2931
	FAX (615) 263-3170	E-Mail Address angiejuarez@correctionscorp.com
	Address 10 Burton Hills Boulevard	
į	City Nashville	State TN 7in + 4 37245 6294

This document can be made available in accessible formats to qualified individuals with disabilities.

John D. Ferguson

5. CEO / President Name

State

TN

Zip + 4

37215-6284

STATE	OF	WISCONSIN
DOA-347	8 (R	12/96)

Bid /	Proposal #	C-624

VENDOR REFERENCE

FOR VENDOR:	Corrections Corporation of America			
solicitation docun	y name, address, contact person, teleph service(s) used for four (4) or more installati nent. If vendor is proposing any arrangemer n a similar arrangement.	ons with requireme	nts similar to those	a included in this
Company Name	State of Tennessee			
Address (include	Zip + 4) SCCC P.O. Box 279 Clifton, TN 3	8425/ HCCF P.O. E		TN 38075
Contact Person	Eric Hardison (SCCC); Edward Rodrigues (HC	CF) Phone No.	SCCC 931-676-3534	HCCF 731-254-0134
Product(s) and/or	Service(s) Used Manage and provide cor	rectional services a	at South Central Co	orrectional
Center (SCCC) and Hardeman County Correctional Facilit	y (HCCF).		
Company Name	State of Louisiana			
Address (include 2	Zip + 4) P.O. Box 94304, Capitol Station, B	aton Rouge, LA 70	804	
Contact Person	Johnny Creed	Phone No.	225-342-9711	
	Service(s) Used Manage and provide corre	ectional services at	Winn Correctional	Center.
Company Name	State of Georgia			13 14 14 14 14 14 14 14 14 14 14 14 14 14
Address (include 2	(ip + 4) _CCF - P.O. Box 650 Nicholls, GA 31554/WCI	- 2 MLK Jr. Dr. SE, 652		
Contact Person	Dan Stone (CCF); Wendell Fowler (WCF)	Phone No	CCF 912-345-5058 9	WCF 012-568-1731
Product(s) and/or	Service(s) Used Manage and provide corre	ectional services at	Coffee Correction:	al Facility (CCF)
and Wheeler C	orrectional Facility (WCF).			
Company Name	State of New Mexico			
Address (include Z	ip + 4) P.O. Box 800 Grants, NM 87020			
Contact Person	Louise Sanchez	Phone No.	505-287-2941	
Product(s) and/or S Correctional Fa		ectional services at	the New Mexico V	Vomen's
This document can	be made available in accessible formats to	gualified individuals	with disabilities	-

MANAGEMENT/SUPPORT	23.0
SECURITY/OPERATIONS	101.0
UNIT MANAGEMENT	176.0
SERVICES	15.0
PROGRAMS	22.0
HEALTH SERVICES	30.0
EDUCATION	23.0
Activities and the same of	

received the first of leaves the large police		S-MENO				
Warden		0	0	5	1.00	1.00
Assistant Warden	14.0 A 4.2 A 14.1	0	0	5	1.00	2.00
Training Manager		0	0	5	1.00	1.00
Assistant Training Manager		0	0	5	1.00	1.00
Business Manager		0	Ō	5	1.00	1.00
Bookkeeper	1	0	0	5	1.00	1.00
Accounting Clerk	2	0	0	5	1.00	2.00
Human Resources Manager	1	0	0	5	1.00	1.00
Quality Assurance Manager	1	0	0	<u>5</u>	1.00	1.00
Investigator	1	0	0	5	1.00	1.00
Grievance Coordinator	1	0	0	5	1.00	1.00
Safety Manager	1	0	0	5	1.00	1.00
Mailroom Supervisor	1	0	0	5	1:00	1.00
Mailroom Clerk	3	0	0	5	1.00	3.00
Secretary		0	0	5	1.00	1.00
Administrative Clerk	3	0	0	5	1.00	3.00
Receptionist	/******* 1	0	Ō	5	1.00	1.00

Chief of Security		0.00	0	5	1.00	1.00
Assistant Chief of Security	1	0	0	5	1.00	1.00
Shift Supervisor	1	1	1	7	2.00	6.00
Assistant Shift Supervisor	1	1	1	7	2.00	6.00
SCO - Disciplinary Hearing Officer	1	0	0	5	1.00	1.00
SCO - Intake/Property Supervisor	1	Ō	0	<u>-</u> 5	1.00	1.00
Disciplinary Investigation Officer	1	0	0	5	1.00	1.00
Intake/Property Officer	1	0	0	5	1.00	1.00
Armory/Key Control Officer	1	0	0	5	1.00	1.00
Visitation Officer	4	0	0	<u> </u>	1.00	4.00
Transportation Officer	6	0	0	5	1.00	6.00
Work Detail Officer	1	0	0	5	1.00	1.00
Laundry Officer	1	1	ō	5	1.00	2.00
Central Control Officer	3	2	2	7	1.68	12.00
Perimeter Security (Mobile) Officer	2	2	2	7	1.68	10.00

Front Gate Checkpoint (Lobby)			0	7	1.68	3.0
Hecreation Officer	4	4	0	7	1.68	13.0
Utility/Search & Escort Officer	4	4	3	7	1.68	18.
Kitchen Officer	1	4	0	. . . 7	1.68	3.0
Medical Officer	1	1 1 1	· 1		1.68	5.i
ducation Officer	1	· · · · · · · · · · · · · · · · · · ·	i i		1.00	
/ehiclular Sallyport Officer (Gate 3)	1	ñ	n		1.00	1.1
Administrative Clerk (Count)		ñ	- Ŏ			1.
Administrative Clerk	9	ň	<u> </u>	- J	1.00	1.1
		Section 19	U	5	1.00	2.0

Unit A						
Unit Manager	1	0	0	5	1.00	
Counselor	2	0	0	5	1.00	1,(
SCO	1	1	<u> </u>	7	1.68	2.0
Housing Officer	2	2	2	7	1.68	5.0
Unit B					1.00	10.0
Unit Manager	1	0.	0	5	1.00	1.0
Counselor	2	0	0	5	1.00	
SCO	1	1	0	7	1.68	2.0
Housing Officer	2	2	2	7	1.68	3.0
Unit C		***	<u> </u>		1.00	10.0
Unit Manager		0	0		1.00	1.0
Counselor	2	0	0	5	1.00	2,0
SCO	1	1	1	7	1.68	∠.u 5.0
Housing Officer	2	2	2	7	1.68	
Unit D		<u> </u>	<u>~</u>		1.00	10.0
Unit Manager		0	0	5	1.00	1.0
Counselor	2	Ö	0	5	1.00	2.0
SCO .	1	1 1 1	Ő	7	1.68	3.0
Housing Officer	2	2	2	7	1.68	10.0
Unit E					1.00	10.0
Unit Manager	1	0	0	5	1.00	1.0
Counselor	2	0	0	5	1.00	
SCO	1	1	1	7	1.68	2.0
Housing Officer	2	2	2	7	1.68	5.0
Unit F	****		<u> </u>	/	1.08	10.0
Unit Manager	1	0	0	5	1.00	4.00
Counselor	2	0	0	5	1.00	1.00
SCO	1	1	0	<u> </u>		2.00
Housing Officer	2	2	2	7	1.68	3.00
Unit G	۷	<u> </u>			1.68	10.00
Jnit Manager	1	0	0	<u></u>	4.00	
Counselor	2	0		5	1.00	1.00
SCO SCO	1	1	0	5	1,00	2.00
Housing Officer	2	2	1 2	7	1.68	5.00
	<u> </u>	<u> </u>	۷	7	1.68	10.00

Unit :			undabat Birth			
Unit Manager	1					
Counselor	2	0	0	5	1.00	1.0
SCO		0	0	5	1.00	2.0
Housing Officer	2	<u>1</u>	0	7	1.68	3.0
Unit J			2	7	1.68	10.0
Unit Manager	1	0			·	
Counselor	2	0	0	5	1.00	1.0
SCO	1	1	1	5	1.00	2:0
Housing Officer	2	2	2	7	1.68	5.0
Recreation Officer	2	<u>~</u> 2	0	7	1.68	10.0
Escort Officer	2	2	0	5	1.00	4.0
Segregation			en er njig U aj i Pinna jaki ingena jak	5	1.00	4.0
SCO	1	0	0	5	4 00	
Control Room Officer		1		ა 7	1.00	1.0
Housing Officer	2	2		7	1.68	5.0
	NEW YORK				1.68	8.0
					Anna Carlo	
Varehouse Manager		0	0	5	1.00	1.00
Varehouse Worker	is i i iis e ii	0	0	5	1.00	1.00
Commissary Clerk	3	0	0	5	1.00	3.00
aundry Supervisor	1	0	0	5	1.00	1.00
Maintenance Supervisor	.	0	0	5	1.00	1.00
ssistant Maintenance Supervisor Maintenance Worker	0		0	5	1.00	1.00
	6	0	0	5	1.00	6.00
dministrative Clerk	1	0	0	5	1.00	1.00
						MALE OF
rogram Manager						
lassification Coordinator		0	0	5	1.00	1.00
lassification Officer	1	0	0	5	1.00	1.00
obs Coordinator	1	0	0	5	1.00	1.00
ecreation Supervisor	1	0	0	5	1.00	1.00
ecords Supervisor	1	0	0	5	1.00	1.00
ecords Clerk	3	0	0	5	1.00	1.00
ddiction Treatment Manager	1	0	0	5	1.00	3.00
ddiction Treatment Counselor	9	0	0	5	1.00	1.00
naplain	1	0	0	5	1.00	9.00
Iministrative Clerk	2	0	<u>0</u>	5	1.00	1.00
ontract Attorney			0 CONTRACT	5	1.00	2.00

1	0	0			1.0
1	0	0			1.0
1	0	0			1.0
1	1	1	7		5.0
3	3	2	7		13.0
1	0		5		1.0
1	0	· · · · · · · · · · · · · · · · · · ·			1.0
1	0	·····	····		1.0
2	Ō				2.0
2	2	0			4.0
	PRI	V/CONTRAC		1.00	7.0
					11 11
		I/CONTRAC			
	1 1 1 2	1 0 1 1 1 3 3 3 1 0 1 0 1 0 2 0 2 2 PRN PRN PRN PRN	1 0 0 1 0 0 1 0 0 1 1 0 0 1 1 1 1 1 3 3 2 1 0 0 1 0 0 1 0 0 1 0 0 2 0 0 2 2 0 PRN/CONTRACT	1 0 0 5 1 0 0 5 1 0 0 5 1 0 0 5 1 1 0 0 5 1 1 1 7 3 3 2 7 1 0 0 5 1 0 0 5 1 0 0 5 1 0 0 5 2 0 0 5 PRN/CONTRACT	1 0 0 5 1.00 1 0 0 5 1.00 1 1 1 1 7 1.68 3 3 2 7 1.68 1 0 0 5 1.00 1 0 0 5 1.00 1 0 0 5 1.00 1 0 0 5 1.00 2 0 0 5 1.00 2 2 0 0 5 1.00 PRN/CONTRACT

1	0	0	5	1.00	1.0
1	0	0	5		1.0
1	0	0	5		1.0
7	0	0	5	····	7.0
4	0	n	5		4.0
2		Ō	5		2.0
2	0	0	5		2.0
1	0	<u> </u>			
2	<u>~</u>				1.0
	Ň	0	<u> </u>	····	2.0
<u> </u>	DDI	VICONTOAC	. — Э Т	1.00	2.0
֡֡֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜֜		1 0 1 0 7 0 4 0 2 0 2 0 1 0 2 0 2 0	1 0 0 1 0 0 7 0 0 4 0 0 2 0 0 2 0 0 1 0 0 2 0 0 2 0 0	1 0 0 5 1 0 0 5 7 0 0 5 4 0 0 5 2 0 0 5 2 0 0 5 1 0 0 5 2 0 0 5 2 0 0 5 2 0 0 5 2 0 0 5	1 0 0 5 1.00 1 0 0 5 1.00 7 0 0 5 1.00 4 0 0 5 1.00 2 0 0 5 1.00 2 0 0 5 1.00 1 0 0 5 1.00 2 0 0 5 1.00 2 0 0 5 1.00 2 0 0 5 1.00 2 0 0 5 1.00

^{*} Post positions included in the Correctional Officer job description.

BOLD - Priority Post.

Italics - Key Positions.

DIAMONDBACK2160WI-7/29/02

^{**}Positions hired under a contractual or fee basis for services rendered,

NORTH FORK CORRECTIONAL FACILITY Sayre, Oklahoma 1,440 Beds

STAFF DEPLOYMENT BY SHIFT AND POSITION MANAGEMENT/SUPPORT	
SECURITY/OPERATIONS	18.0
UNIT MANAGEMENT	83.00
SERVICES	115.00
PROGRAMS	11.00
HEALTH SERVICES	18.00
EDUCATION	16.00
TOTAL	19.00
10174	280.00

			and the second second		and the state of
1ST SHIFT	2ND SHIFT	3RD SHIFT	DAYS	RELIEF	TOTAL
1					STAFF
					1.00
1		······································			2.00
1					1.00
1					1.00
1				····	1.00
1					1.00
	····				1.00
					1.00
! 	~	······································			1.00
					1.00
1	<u> </u>		***************************************		1.00
	0	·····		1.00	2.00
1				1.00	1.00
				1.00	2.00
	0	0	5	1.00	1.00
					18.00
	1ST SHIFT 1 2 1 1 1 1 1 1 1 2 1 2	SHIFT SHIFT 1 0 2 0 1 0 1 0 1 0 1 0 1 0 1 0 1 0 1 0 1 0 1	SHIFT SHIFT SHIFT 1 0 0 2 0 0 1 0 0 1 0 0 1 0 0 1 0 0 1 0 0 1 0 0 1 0 0 1 0 0 1 0 0 2 0 0 1 0 0 2 0 0 2 0 0	SHIFT SHIFT COVERED 1 0 0 5 2 0 0 5 1 0 0 5 1 0 0 5 1 0 0 5 1 0 0 5 1 0 0 5 1 0 0 5 1 0 0 5 1 0 0 5 1 0 0 5 2 0 0 5 1 0 0 5 2 0 0 5 2 0 0 5	SHIFT SHIFT COVERED FACTOR 1 0 0 5 1.00 2 0 0 5 1.00 1 0 0 5 1.00 1 0 0 5 1.00 1 0 0 5 1.00 1 0 0 5 1.00 1 0 0 5 1.00 1 0 0 5 1.00 1 0 0 5 1.00 1 0 0 5 1.00 1 0 0 5 1.00 1 0 0 5 1.00 2 0 0 5 1.00 2 0 0 5 1.00 2 0 0 5 1.00

SECURITY/OPERATIONS	1ST SHIFT	2ND SHIFT	3RD SHIFT	DAYS COVERED	RELIEF FACTOR	TOTAL STAFF
Chief of Security	1	0	0	5		
Assistant Chief of Security	1.	0	0	***************************************	1.00	1.00
Shift Supervisor	·	1	<u>V</u>	5	1.00	1.00
Assistant Shift Supervisor			I		1.68	5.00
SCO - Disciplinary Hearing Officer	- 1		<u> </u>		1.68	5.00
SCO - Intake/Property Supervisor	<u> </u>	<u>0</u> 0	<u>V</u>	5	1.00	1.00
Disciplinary Investigation Officer			0	5	1.00	1.00
Intake/Property Officer	1	<u> </u>	0	5	1.00	1.00
Armory/Key Control Officer		0	0	5	1.00	1.00
	1	0	0	5	1.00	1.00
Visitation Officer Transportation Officer	4	0	0	4	1.00	4.00
	2	2	0	5	1.00	4.00
Work Detail Officer	4	0	0	5	1.00	4.00
aundry Officer	1	1	0	5	1.00	2.00
Central Control Officer 1	1	1	1	7	1.68	5.00
Central Control Officer 2	f	1	0	7	1.68	3.00
Perimeter Security (Mobile 1)	1	1	1		1.68	
			***************************************		1.00	5.00

NORTH FORK CORRECTIONAL FACILITY Sayre, Oklahoma 1,440 Beds

	1ST	2ND	3RD	DAYS	RELIEF	TOTAL
SECURITY/OPERATIONS	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAFF
Perimeter Security (Mobile 2)	1	1	0	7	1.68	3.00
Back Gate Officer	1	1	0	5	1.00	2.00
Recreation Officer	2	2	0	7	1.68	7.00
Utility/Search & Escort Officer	3	4	2	7	1.68	15.00
Kitchen Officer	1	1	0	7	1.68	3.00
Medical Officer	1	1	0	7	1.68	3.00
Education Officer	2	2	0	5	1.00	4.00
Administrative Clerk	2	0	0	5	1.00	2.00
TOTAL						83.00

	1ST	4.74	3RD	DAYS	RELIEF	TOTA
UNIT MANAGEMENT	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAF
Unit A						
Unit Manager	1	0	0	5	1.00	1.0
Counselor	2	0	0	5	1.00	2.0
Sr.C.O.	1	1	1	7	1.68	5.0
Housing Officer	2	2	2	7	1.68	10.0
Unit B			***************************************			
Unit Manager	1	0	0	5	1.00	1.00
Counselor	2	0	0	5	1.00	2.00
Sr.C.O.	1	1	0	7	1.68	3.00
Housing Officer	2	2	2	7	1.68	10.00
Unit C						
Unit Manager	1	0	0	5	1.00	1.00
Counselor	2	0	0	5	1.00	2.00
Sr C.O.	1	TN-TQ-PT# PF	1	7	1.68	5.00
Housing Officer	2	2	2	7	1.68	10.00
Unit D						
Unit Manager	1	0	0	5	1.00	1.00
Counselor	2	0	0	5	1.00	2.00
Sr.C.O.	1	:	0	7	1.68	3.00
Housing Officer	2	2	2	7	1.68	10.00
Unit E	······································					
Unit Manager	1	0	0	5	1,00	1.00
Counselor	2	0	0	5	1.00	2.00
Sr. C.O.	1	1	1	7	1.68	5.00
Housing Officer	2	2	2	7	1.68	10.00
Unit F					1.55	10.00
Jnit Manager	1	0	0	5	1.00	1.00
Counselor	2	0	0	5	1.00	2.00
Sr. C.O.	1	1	0	7	1.68	3.00
lousing Officer	<u> </u>		2	7	1.68	10.00
Jnit G (Special Management)		······································			1.00	10.00
Control Room Officer	1	1	1	7	1.68	E 00
Housing Officer		2	1	7	1.68	5.00
OTAL	£	۵	1	1	1.08	8.00 115.00
						115.0

NORTH FORK CORRECTIONAL FACILITY Sayre, Okiahoma 1,440 Beds

SERVICES	1ST SHIFT	2ND SHIFT	3RD	DAYS	RELIEF	TOTAL
Warehouse Manager		Shiri A	SHIFT	COVERED	FACTOR	STAFF
Warehouse/Commissary Worker	<u>'</u>	U	0	5	1.00	1.00
Maintenance Supervisor		0	0	5	1.00	2.00
Assistant Maintenance Supervisor]	0	0	5	1.00	1.00
Maintenance Worker	0	1	0	5	1.00	1.00
Administrative Clerk (Inmate Phones)	3	0	0	5	1.00	3.00
TOTAL	3	0	0	5	1.00	3.00
						11.00

PROGRAMS	1ST	2ND	3RD	DAYS	RELIEF	TOTAL
	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	
Classification Coordinator	1	0				STAFF
Classification Officer	1	0	0	5	1.00	1.00
Jobs Coordinator		<u> </u>	0	5	1.00	1.00
Recreation Supervisor	1	0	0	5	1.00	1.00
Records Supervisor	<u> </u>	<u>0</u>	0	5	1.00	1.00
Records Clerk		0	0	5	1.00	1.00
Addiction Treatment Manager		0	0	5	1.00	2.00
Addiction Treatment Counselor		0	0	5	1.00	1.00
Counselor (Program Facilitator)	. 5	0	0	5	1.00	5.00
Chaplain	1	0	0	5	1.00	1.00
Administrative Clerk	1	0	0	5	1.00	1.00
Contract Attorney	3	0	0	5	1.00	3.00
OTAL		Pi	RN/CONTE	RACT		3.00
						18.00

						, en - en
HEALTH SERVICES	1ST	2ND	3RD	DAYS	RELIEF	TOTA
Health Service Administrator	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAF
Clinical Consession	1	0	0	5	1.00	1.0
Clinical Supervisor	1	0	0	5	1.00	
RN	0	1	1			1.0
LPN	1	2	1		1.68	4.0
Mental Health Coordinator	1	0			1.68	7.0
Medical Records Clerk	1	· · · · · · · · · · · · · · · · · · ·	0	5	1.00	1.0
Physician	······································		0	5	1.00	2.0
Dentist			N/CONTI	HACT		***************************************
Dental Assistant		PR	N/CONTI	RACT		·····
Dental Hygienist			N/CONTI		· · · · · · · · · · · · · · · · · · ·	
X-Ray Operator			N/CONTI			***************************************
Psychiatrist Psychiatrist		PR	N/CONT	RACT		
Physical St. (DLD)		PRI	N/CONTF	RACT		
Phychologist (PhD)			N/CONTF			·
Optometrist			VCONT		······	······································
TOTAL		1 3 41	4 OOM II	IAUI		
			·			16.00

NORTH FORK CORRECTIONAL FACILITY Sayre, Oklahoma 1,440 Beds

EDUCATION	1ST SHIFT	2ND SHIFT	3RD SHIFT	DAYS COVERED	RELIEF FACTOR	TOTAL STAFF
Principal	1	n	Λ			
Education Counselor	1		<u>~</u>	<u> </u>	1.00	1.00
Academic Instructor		<u> </u>		5	1.00	1.00
Vocational Instructor		U	Ü	5	1.00	7.00
Counselor (Program Facilitator)	5	0	0	5	1.00	5.00
Codinselor (Frogram Facilitator)	2	0	0	5	1.00	2.00
Librarian	1 .	0	0	5	1.00	1.00
Library Aide	1	0	n		1.00	
Secretary	1	<u> </u>	<u>~</u>			1.00
Diagnostician	,		RN/CONT	DACT	1.00	1.00
TOTAL			MIN/CONTI	HAU!		
Post positions to the desired to the						19.00

NORTHFORK1440WI-7/29/02

Bold - Priority Post.

Italics - Key Positions

^{*} Post positions included in the Correctional Officer job description.

^{**}Positions hired under a contractual or fee basis for services rendered.

STAFF DEPLOYMENT BY SHIFT AND POSITION	
MANAGEMENT/SUPPORT	
SECURITY/OPERATIONS	17.0
UNIT MANAGEMENT	108.0
SERVICES	158.00
PROGRAMS	26.00
HEALTH SERVICES	23.00
EDUCATION	24.60
TOTAL	20.50
	377.10

MANAGEMENT/SUPPORT	1ST SHIFT	2ND SHIFT	3RD SHIFT	DAYS	RELIEF	TOTAL
Warden	1	······································	·····	COVERED	FACTOR	STAFF
Assistant Warden		0	0	5	1.00	1.00
Business Manager		0	0_	5	1.00	2.00
Accounting Clerk		<u> </u>	0	5	1.00	1.00
Manager, Quality Assurance		0	0	5	1.00	1.00
Training Manager	1	<u> </u>	0	5	1.00	1.00
Manager, Human Resources		0	0	5	1.00	1.00
Personnel Assistant	1	0	0	5	1.00	1.00
nvestigator]	0	0	5	1.00	1.00
Grievance Coordinator		0	0	5	1.00	1.00
Safety Manager	1	0	0	5	1.00	1.00
Mailroom Clerk	1	0	0	5	1.00	1.00
Secretary	2	0	0	5	1.00	2.00
Administrative Clerk	1	0	0	5	1.00	1.00
Dogophaniai	1	0	0	5	1.00	1.00
OTAL	1	0	0	5	1.00	1.00
					· · · · · · · · · · · · · · · · · · ·	17.00

						11.1
SECURITY/OPERATIONS Chief of Security	1ST SHIFT	2ND SHIFT	3RD SHIFT	DAYS COVERED	RELIEF FACTOR	TOTA STAF
Assistant Chief of Security	1	0	0	5	1.00	1.(
Shift Supervisor		0	0	5	1.00	1.0
Assistant Shift Supervisor	1	1	1	7	1.68	5.(
SCO SCO	<u> </u>		1	7	1.68	5.0
SCO - Industry	<u> </u>	1	0	7	1.68	3.0
SCO - Recreation	<u> </u>	1	0	5	1.00	2.0
SCO - Central Control	1	1	0	5	1.00	2.0
Central Control Officer 1	2	1	1	7	1.68	5.0
Central Control Officer 2		2	1	7	1.68	8.0
ndustry Officer	3		0	7	1.68	3.0
Perimeter Officer (Mobile)	2	2	0	5	1.00	5.0
Medical Officer		2	2	7	1.68	10.0
ransportation Officer	4	1	0	7	1.68	3.0
			0	5	1.00	6.0

SECURITY/OPERATIONS	1ST SHIFT	2ND SHIFT	3RD SHIFT	DAYS COVERED	RELIEF FACTOR	TOTAL
Front Lobby Officer	1		O.	7		
Recreation Officer	4	7			1.68	3.00
Food Service Officer	-	77			1.68	13.00
Visitation Officer		1 1	1	7	1.68	5.00
Utility/Search & Escort Officer		0	0	5	1.00	2.00
A & D/Property/Intake-Discharge	4	4	2	7	1.68	17.00
Tower 7 3 3 3 3 4 1 1 2 1			0	5	1.20	4.00
Vehicle Sallyport/Gate Officer		1	<u>O</u>	7	1.68	3.00
Administrative Clerk	<u> </u>	0	0	5	1.00	1.00
TOTAL	1	0	0	5	1.00	1.00
		·			1.5	108.00

UNIT MANAGEMENT	1ST SHIFT	2ND SHIFT	3RD SHIFT COV	DAYS	RELIEF	TOTA
A Unit		31111	OTIF I CO	/ERED	FACTOR	STAF
Unit Manager A & B Units	1	0				
Case Manager	2	0	0	5	1.00	1.0
SCO - A & B Units	1	1		5	1.00	2.0
Pod Control Officer	1		1	7	1.68	5.00
Housing Officer	3	3	1	7	1.68	5.00
B Unit		<u> </u>	2	7	1.68	13.00
Case Manager	3	0	A :			1999
Pod Control Officer	1	1	1	5	1.00	3.00
Housing Officer	4	4		7	1.68	5.00
C Unit		**	2	7	1.68	17.00
Unit Manager C & D Units		0				
Case Manager	2	0	0	5	1.00	1.00
SCO - C & D Units	1		0	5	1.00	2.00
Pod Control Officer	2	1 2	1	7	1.68	5.00
Housing Officer	2	···	2	7	1.68	10.00
D Unit		2	1	7	1.68	8.00
Case Manager	3					
Pod Control Officer	2	0 2	0	5	1.00	3.00
lousing Officer	4	4	2	7	1.68	10.00
EUnit	4	4	2	7	1.68	17.00
Jnit Manager E & F Units	1		···	*****		
Case Manager		0	0	5	1.00	1.00
SCO - F & F Unite	2	0	0	5	1.00	2.00
Pod Control Officer			1	7	1.68	5.00
lousing Officer	2	2	2	7	1.68	10.00
lousing Officer-Segregation	1	1	1	7	1.68	5.00
Unit	2	2	1	7	1.68	8.00
ase Manager						
od Control Officer	2	0	0	5	1.00	2.00
lousing Officer	2	2	2	7	1.68	10.00
OTAL	2	2	1	7	1.68	8.00
						158.00

SERVICES	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	CTAFF
Maintenance Supervisor	1	0		OOVEILED		STAFF
Assistant Maintenance Supervisor			<u> </u>	5	1.00	1.00
Maintenance Worker	<u></u>		<u> </u>	5	1.00	1.00
Food Service Manager	<u></u>	<u> </u>	<u> </u>	5	1.00	6.00
Food Service Supervisor	^	U d	o	5	1.00	1.00
Food Service Worker	· · · · · · · · · · · · · · · · · · ·		0	5	1.00	1.00
Laundry Supervisor	3		0	7	1.68	8.00
Warehouse Manager		1	0	5	1.00	2.00
Warehouse Worker		0	00	5	1.00	1.00
Commissary Clerk		0	0	5	1.00	1.00
Administrative Clerk (Part-Time)	3	0	0	5	1.00	3.00
TOTAL	2	0	0	5	0.50	1.00
						26.00

	and the second second	e daga est	The second second			1111111111
PROGRAMS	1ST	2ND	3RD	DAYS	RELIEF	TOTAL
	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAFF
Program Manager	1	0	0	5	1.00	1.00
Classification Coordinator	1	0	0	5	1.00	
Classification Officer	1	0	ň	5		1.00
Jobs Coordinator	1	0	0		1.00	1.00
Addiction Treatment Manager	1	0		5	1.00	1.00
Addiction Treatment Counselor	7		0	5	1.00	1.00
Counselor (Program Facilitator)	<u> </u>	0	0	5	1.00	7.00
Recreation Supervisor		0	0	5	1.00	1.00
Recreation Coordinator	1	0	0	5	1.00	1.00
Chaplain	1	0	0	5	1.00	1.00
	.1	0	0	5	1.00	1.00
Records Supervisor	1	0	0	5	1.00	1.00
Records Clerk	2	0	0	5	1.00	
Administrative Clerk	3	0	0			2.00
Administrative Clerk (Part-Time)	2	0	·····	5	1.00	3.00
Chaplain		<u> </u>	0	5	0.50	1.00
TOTAL			PHN/(CONTRACT		
						23.00

407					
SHIFT	2ND SHIFT	3AD SHIFT	DAYS COVERED	RELIEF FACTOR	TOTAL
1	0	n			
1	^				1.00
		<u> </u>	5	1.00	1.00
	1		7	1.68	7.00
2	1	1	7	1.68	8.00
1	0	0	5		
1	Λ				1.00
			<u></u>	0.60	0.60
	<u> </u>	0	5	1.00	2.00
	1ST SHIFT 1 1 2 2 2 1 1 1 2		01110	OHET OHE	SHIFT SHIFT COVERED FACTOR 1 0 0 5 1.00 1 0 0 5 1.00 2 1 1 7 1.68 2 1 1 7 1.68 1 0 0 5 1.00 1 0 0 3 0.60

	EALTH SERVICES ministrative Clerk	1ST SHIFT	2ND SHIFT	3RD SHIFT	DAYS COVERED	RELIEF FACTOR	TOTAL STAFF
	/sician	1	0	0	5	1.00	***************************************
	rchologist	1	0	0	5	1.00	1.00
** Psv	chiatrist	2	0	0	5	1.00	1.00 2.00
	TAL			PRN	CONTRACT		
						A-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1	24.60

EDUCATION	1ST	2ND	3RD	DAYS	RELIEF	TOTA
Principal	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAF
Instructor Supervisor	1	0	0	5	1.00	1.0
Educational Counselor	1	0	0	5	1.00	1.0
Academic Instructor	1	0	0	5	1.00	1.0
/ocational Instructor	6	0	0	5	1.00	6.0
Counselor (Program Facilitator)	6	0	0	5	1.00	6.0
ibrarian	2	0	0	5	1.00	2.0
ibrary Aide	1	0	0	5	1.00	1.00
ibrary Aide (Part Time)	1	0	0	5	1.00	1.00
Secretary		<u> </u>	0	5	0.50	0.50
OTAL	<u> </u>	0	0	5	1.00	1.00
Post positions included in the Correctional Officer Job						20.50

BOLD - Priority Post.

Italics - Key Positions

PRAIRIE1338WI-7/29/02

^{**}Positions hired on a contractual or fee basis for services rendered.

STAFF DEPLOYMENT BY SHIFT & POSIT MANAGEMENT/SUPPORT	HON
SECURITY/OPERATIONS	20.00
UNIT MANAGEMENT	84.00
SERVICES	142.00
PROGRAMS	21.00
HEALTH SERVICES	19.00
EDUCATION	26.00
TOTAL	19.00
	331.00

MANAGEMENT/SUPPORT	1ST	2ND	3RD	DAYS	RELIEF	TOTAL
Warden	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAFF
warueri Assistant Warden	1	0	0	5	1.00	1.00
Training Manager	2	0	0	5	1.00	2.00
Business Manager	1 1 1	0	0	5	1.00	1.00
Bookkeeper		0	0	5	1.00	1.00
Accounting Clerk		0	0	5	1.00	1.00
Manager, Human Resources	1	0	0	5	1.00	1.00
Personnel Assistant II	1	0	0	5	1.00	1.00
Manager, Quality Assurance	1	0	0	5	1.00	1.00
Safety Manager	1	0	0	5:	1.00	1.00
Investigator	1	0	0	5	1.00	1.00
Grievance Coordinator	1	0	0	5	1.00	1.00
Administrative Supervisor	1.	0	0	5	1.00	1.00
Mailroom Supervisor	1	0	0	5	1.00	1.00
Mailroom Clerk		00	0	5	1.00	1.00
Secretary	1	0	0	5	1.00	1.00
Administrative Clerk		0	0	5	1.00	1.00
Receptionist	2	0	0	5	1.00	2.00
TOTALS	<u> </u>	00	0	5	1.00	1.00
IOTALO		and the second				20.00

			100	· 1 ·		
SECURITY/OPERATIONS	1ST	2ND	3AD	DAYS	RELIEF	TOTAL
Chief of Security	SHIFT	SHIFT	SHIFT (COVERED	FACTOR	STAFF
Assistant Chief of Security	1	0	0	5	1.00	1.00
Shift Supervisor	<u> </u>	0	0	5	1.00	1.00
	<u> </u>	1	1	7	1.68	5.00
Assistant Shift Supervisor	1	1	1	7	1.68	5.00
SCO - Disciplinary Hearing Officer	1	0	0	5	1.00	1.00
SCO - Intake/Property Supervisor	1	0	0		1.00	1.00
Armory/Key Control Officer		0	<u> </u>		1.00	
Visitation Officer	2	2	0	2		1.00
Laundry Officer	1	1			1.20	5.00
Education Officer	1				1.20	2.00
Intake/Property Officer	-	Ö			1.68	3.00
Central Control Officer	2		<u> </u>	5	1.20	1.00
Perimeter Patrol Officer	2		1	7	1.68	8.00
		2	1	7	1.68	8.00

SECURITY/OPERATIONS	1ST	2ND	3RD	DAYS	RELIEF	TOTAL
Recreation Officer	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAFF
	3	3	0	7	1.68	10.00
Utility/Search & Escort Officer	2	3	2	7	1.68	12.00
Kitchen Officer	1	1	<u> </u>	······································		
Medical Officer					1.68	3.00
Front Entrance Officer		E	<u> </u>		1.68	3.00
Rear Gate Officer		1	0		1.68	3.00
Work Detail Officer		0	0	5	1.20	1.00
Transportation Officer	2	2	0	5	1.00	4.00
	3	2	0	5	1.00	5.00
Administrative Clerk	1	0	0	5	1.00	1.00
TOTALS					1.00	84.00

	1ST	2ND	3RD	DAYS	RELIEF	7-0
UNIT MANAGEMENT	SHIFT	SHIFT	[4] S. S. H. H. M. M. H.	AND THE PERSON OF THE PERSON O		TOTA
Unit G - 256 Beds			ormin.	COVERED	FACTOR	STAF
Unit Manager	1					
Counselor			0	5	1.00	1.00
SCO	2	0	0	5	1:00	2.00
Pod Control Officer	1	1	0	7	1.68	3.00
Housing Officer	2	1	1_	7	1.68	5.00
Unit J - 256 Beds	<u> </u>	2	2	7	1.68	10.00
Unit Manager	1	^				
Counselor	2	0	0_	5	1.00	1.00
SCO		0	0	5	1.00	2.00
Pod Control Officer	<u> </u>	1	<u> </u>	7	1.68	3.00
Housing Officer	2	1		7	1.68	5.00
Init K - 256 Bode	<u> </u>	2	2	7	1.68	10.00
Unit Manager	1					
Counselor		0	0	5	1.00	1.00
SCO	2	<u> </u>	0	5	1.00	2.00
Pod Control Officer	1	1	0	7	1.68	3.00
lousing Officer	2	1 2	1	7	1.68	5.00
Jnit H - 252 Beds			2	7	1.68	10.00
Jnit Manager	4		····			1997
Counselor		0	0	5	1.00	1.00
SGO .	2	0	0	5	1.00	2.00
od Control Officer	1	1	0	7	1.68	3.00
lousing Officer	1	1	1	7	1.68	5.00
Jnit L - 252 Beds	2	2	2	7	1.68	10.00
Init Manager		····				
Counselor	1	0	0	5	1.00	1.00
CO	2	00	00	5	1.00	2.00
od Control Officer	1	1	0	7	1.68	3.00
ousing Officer	1	11	1	7	1.68	5.00
	2	2	2	7	1.68	10.00

	1ST	2ND	3RD	DAYS	RELIEF	TOTA
UNIT MANAGEMENT	SHIFT	SHIFT	SHIFT	COVERED		The second second
Unit M - 252 Beds						<u> </u>
Unit Manager	1	0	0	5	1.00	1.00
Counselor	2	Ō	0	5	1.00	2.00
SCO	1	1	0	7	1.68	3.00
Pod Control Officer	1	1	1	7	1.68	5.00
Housing Officer	2	2	2	7	1.68	10.00
Segregation Unit					- 1.00	10.00
SCO SCO	1	1	0	7	1.68	3.00
Pod Control Officer	1	1	1	- 7	1.68	5.00
Housing Officer	2	2	1		1.68	8.00
TOTALS					1.00	142.00
	•					

							2.20
		1ST	2ND	3RD	DAYS	RELIEF	TOTAL
SERVICES		SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAFF
Warehouse Manager		1	0	0	-	1.00	1.00
Warehouse Worker		1	0 ·	o o	5	1.00	1.00
Commissary Clerk		3	0	0	5	1.00	3.00
Food Service Manager		1	0	n		1.00	1.00
Food Service Supervisor	······································	0	1	<u>``</u>		1.00	1.00
Food Service Worker	······································	3	2	<u> </u>		1.68	
Maintenance Supervisor		1	Λ	0		····	8.00
Asst. Maintenance Supervisor		·	1	<u> </u>	<u>ට</u>	1.00	1.00
Maintenance Worker	·····	2		<u> </u>	<u> </u>	1.00	1.00
TOTALS	· · · · · · · · · · · · · · · · · · ·		<u> </u>	<u> </u>	5	1.00	4.00
7 O 7 MEQ					<u> </u>		21.00

		1ST	2ND	3RD	DAYS	RELIEF	TOTAL
PROGRAMS		SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAF
Program Manager		1	0	0	5	1.00	1.00
Classification Coordinator		1	0	0	5	1.00	1.00
Classification Officer		1	0	0	<u> </u>	1.00	1.00
Addiction Treatment Manager		1	. 0	0	5	1.00	
Addiction Treatment Counselor		7		<u>o</u>		1.00	1.00
Records Supervisor		1	<u>~</u>	0	<u>5</u>		7.00 1.00
Records Clerk		2		0	5	1.00	
Recreation Supervisor	** .	1	<u> </u>	0		1.00	2.00
Chaplain		+	<u> </u>	<u> </u>	5	1.00	1.00
Administrative Clerk		3	<u>`</u>	<u>V</u>	5_	1.00	1.00
Contract Attorney		<u>3</u>	U	<u>U</u>	5	1.00	3.00
TOTALS				PHN/	CONTRACT	···	······································
TOTACS					nii Zalaa mini karii in		19.00

HEALTH SERVICES	1ST	2ND	3AD	DAYS	RELIEF	TOTAL
	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAF
Health Services Administrator	1	0	0	5	1.00	1.00
Clinical Supervisor	1	0	Ö	<u> </u>	1.00	1.00
A.R.N.P.	1	0	0		1.00	***************************************
RN	1	1	<u>-</u> -	<u> </u>		1.00
LPN	3	3	<u>-</u>		1.68	5.00
Medical Records Clerk	1				1.68	12.00
Psychologist		0	<u>0</u>	5_	1.00	2.00
Mental Health Coordinator		·	<u>0</u>	5	1.00	1,00
Dentist		0	0	5	1.00	1.00
Dental Assistant		0	0	5	1.00	1.00
Dental Hygienist	1	00	00	5	1.00	1.00
Physician			PRN/C	ONTRACT		
			PRN/C	ONTRACT		
Psychiatrist			PRN/C	ONTRACT		
Optometrist				ONTRACT	······································	···
Other Health Care Professionals				ONTRACT		
TOTALS			1 (13/ (2)	JINIIIAO I		
						26.00

FOLIOATION	1ST	2ND	3RD	DAYS	RELIEF	TOTA
EDUCATION	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAF
Principal	1	0	n	5	1.00	
Instructor Supervisor	Ω	<u> </u>	0		***************************************	1.00
Education Counselor	1			<u></u>	1.00	1.00
Academic Instructor			<u> </u>	5	1.00	1.00
Vocational Instructor	- d		<u> </u>	5_	1.00	8.00
Counselor (Program Facilitator)	4	<u> </u>	<u> </u>	5	1.00	4.00
Librarian		<u> </u>	0	5	1.00	1.00
Library Aide	I	0 -	0.	5	1.00	1.00
Secretary Secretary		11	0	5	1.00	1.00
		0	0	5	1.00	1.00
Diagnostician			PRNC	CONTRACT		
TOTALS				~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~		19.00
* Carlo and the same of the sa		Section of the sectio			Carrier State of the Carrier	19,00

^{*} Post positions included in the Correctional Officer job classification.

BOLD - Priority Post.

Italics - Key Positions

STEWART1524WI-7/29/02

^{**} Positions hired on a contractual or fee basis for services rendered.

TALLAHATCHIE COUNTY CORRECTIONAL FACILITY Tutwiler, Mississippi 1,104 Beds

STAFF DEPLOYMENT BY SHIFT AND P	OCITION
MANAGEMENT/SUPPORT	OSITION
SECURITY/OPERATIONS	18.00
UNIT MANAGEMENT	73.00
SERVICES	167.00
PROGRAMS	9.00
HEALTH SERVICES	15.00
EDUCATION	18.00
TOTAL	13.00
	313.00

MANAGEMENT/SUPPORT	1ST	2ND	3RD	DAYS	RELIEF	ŢOT/
Warden	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAF
Assistant Warden	1	0	0.	5	1.00	1.0
Training Manager	2	0	0	5	1.00	2.0
Business Manager	1	0	0	5	1.00	1.0
Bookkeeper	1	0	0	5	1.00	1.0
Manager, Human Resources	1	0	0	5	1.00	1.0
Manager, Quality Assurance	1	0	0	5	1.00	1.0
Safety Manager	1	0	0	5	1.00	1.0
nvestigator		0	0	5	1.00	1.00
Grievance Officer	1	0	0	5	1.00	1.00
Mailroom Supervisor]	0	0	5	1.00	1.00
/lailroom Clerk		0	0	5	1.00	1.00
Secretary	2	0	0	5	1.00	2.00
dministrative Clerk		0	0	5	1.00	1.00
eceptionist	2	0	0	5	1.00	2.00
OTAL	<u> </u>	0	0	5	1.00	1.00
	-		:			18.00

SECURITY/OPERATIONS	IST	2ND	3RD	DAYS	RELIEF	TOT
Chief of Security	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STA
Chief of Security (Jail)	1	0	0	5	1.00	1.0
Shift Supervisor	1	0	0	5	1.00	1.0
Assistant Shift Supervisor	1	1	1	7	1.68	5.0
SCO - Disciplinary Officer		1	1	7	1.68	5.0
Armory/Key Control Officer	<u> </u>	0	0	5	1.00	1.0
Intake/Property Officer	2	0	0	5	1.00	1.0
Visitation Officer		0	<u> </u>	5	1.00	2.0
Transportation Officer	4	0	0	2	1.00	3.0
Work Detail Officer	2	0	0	5	1.00	4.0
Vehicle Sallyport Officer		<u> </u>	0	5	1.00	2.0
_aundry Officer	· · · · · · · · · · · · · · · · · · ·	<u> </u>	0	5	1.00	1.0
Central Control	2	2	0	5	1.00	2.0
Perimeter Security (Mobile)		- 4			1.68	8.0
	·	1	<u> </u>	. 7	1.68	5.0

TALLAHATCHIE COUNTY CORRECTIONAL FACILITY Tutwiler, Mississippi 1,104 Beds

	1ST	2ND	3RD	DAYS	RELIEF	TOTAL
SECURITY/OPERATIONS	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAFF
* Front Gate (Lobby) Officer	1	0	0	7	1.68	2.00
* Recreation Officer	3	3	ň		1.68	10.00
* Utility/Search & Escort Officer	2	3		7	1.68	12.00
* Medical Officer	1	1	<u> </u>	7	1.68	***************************************
* Education Officer	1				1.00	3.00
Kitchen Officer	1	- 4				1.00
Administrative Clerk	1	<u>_</u>	<u>_</u>	<u>S</u>	1.68	3.00
TOTAL			0	<u> </u>	1.00	1.00
					4 412	73.00

HAUTHANAOCAL	1ST	2ND	3RD	DAYS	RELIEF	TOTAL
UNIT MANAGEMENT	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAF
Unit D						
Unit Manager	1	0	0	5	1.00	1.00
Counselor	2	0	0	5	1.00	2.00
SCO	1	1	0	7	1.68	3.00
Pod Control Officer	2	2	2	7	1.68	10.00
Housing Officer	3	3	2	7	1.68	13.00
Rover Officer	1	1	1	7	1.68	5.00
Unit E						
Unit Manager	1.	0	0	5	1.00	1.00
Counselor	2	0	0	5	1.00	2.00
SCO			0	7	1.68	3.00
Pod Control Officer	2	2	2	7	1.68	10.00
Housing Officer	3	3	2	7	1.68	13.00
Rover Officer	1	. 1	1	7	1.68	5.00
Unit G						0.00
Unit Manager	1	0	0	5	1.00	1.00
Counselor	2	0	0	5	1.00	2.00
SCO	******************************	1	0	7	1.68	3.00
Pod Control Officer	2	2	2	7	1.68	10.00
Housing Officer	3	3	2	7	1.68	
Rover Officer	1	1	1		1.68	13.00
Jnit H			1	1	1.00	5.00
Jnit Manager	1	0	0	5	+ ^^	4.00
Counselor	2	0	0		1.00	1.00
SCO	1	1	0	5 7	1.00	2.00
Pod Control Officer	2		2		1.68	3.00
lousing Officer	3	3	2	7	1.68	10:00
Rover Officer	1	<u>5</u> 1	<u>_</u>		1.68	13.00
Segregation Unit			<u> </u>		1.68	5.00
lousing Officer	2	2	1		4 00	
		4	l	7	1.68	8.00

TALLAHATCHIE COUNTY CORRECTIONAL FACILITY Tutwiler, Mississippi 1,104 Beds

	1ST	2ND	3AD	DAYS	RELIEF	TOTAL
UNIT MANAGEMENT	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAFF
Unit F - Jail					1701011	GIMER
SCO	0	1		÷7	1 00	
* Pod Control Officer	1		1		1.68	2.00
* Housing Officer	,	<u>'</u>			1.68	5.00
* Intake/Release Officer		1			1.68	10.00
Administrative Clerk	1				1.68	5.00
TOTAL	**************************************	<u> </u>	U	5	1.00	1.00
						_167.00

SERVICES	15	T 2N	D 3AD	DAYS	RELIEF	TOTA
****	SHIF	T SHIF	T SHIFT	COVERED	FACTOR	STAF
Warehouse Supervisor			ი ი	5	1.00	
Warehouse Worker			<u> </u>	<u>y</u>		
Warehouse/Commissary Worker) (0 0	5	1.00	
Maintenance Supervisor			0 0		1.00	
Assistant Maintenance Supervisor		\ }	<u> </u>	5	1.00	1.00
Maintenance Worker		,	· · ·	<u> </u>	1.00	1.00
Food Service Manager	<u> </u>	<u> </u>	<u> </u>	5	1.00	3.00
ood Service Supervisor	<u> </u>	() ()	5	1.00	Contract
Food Service Worker	0		0	5	1.00	Contract
TOTAL	2		2 0	7	1.68	Contract
TOTAL					·	9.00

	1ST	2ND	3RD	DAYS	RELIEF	ТОТА
PROGRAMS	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAF
Program Manager	1	Λ				
Classification Coordinator			<u> </u>	<u> </u>	1.00	1.00
Classification Officer	4		<u> </u>	5	1.00	1.00
Recreation Supervisor	······································	<u>V</u>	0	5	1.00	1.00
Addiction Treatment Manager	<u> </u>	0	<u> </u>	5	1.00	1.00
Addiction Treatment Counselor]	0	0	5	1.00	1.00
Chaplain	5	0	0	5	1.00	5.00
Records Clerk	1	0	0	5	1.00	1.00
	2	0	0	5	1.00	2.00
Administrative Clerk	2	0	0	5	1.00	2.00
Contract Attorney		F	BN/COM	NTRACT	1.00	4.00
TOTAL		······································	· (* 4) DO:	*111/101		4 ~ ^ ^
				W-1		15.0

TALLAHATCHIE GOUNTY CORRECTIONAL FACILITY Tutwiler, Mississippi 1,104 Beds

		1ST	2ND	3RD	DAYS	RELIEF	TOTA
HEALTH SERVICES		SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAF
Health Services Administrator (RN)		1	0	0	5		
A.R.N.P		1	0	0		1.00	1.0
Clinical Supervisor		<u> </u>	0	0.	5	1.00	1.0
RN		1	- U	· · · · · · · · · · · · · · · · · · ·	5	1.00	1.0
LPN	· · · · · · · · · · · · · · · · · · ·			1:	7	1.68	5.00
Medical Records Clerk		2	2	1	7	1.68	8.00
300000000000000000000000000000000000000		1	1	0	5	1.00	2.00
HEALTH SERVICES	100	1ST	2ND	3RD	DAYS	RELIEF	TOTA
	Alam H. A.	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAFI
Physician			F		VTRACT		Q 1731 3
Psychologist					ITRACT		
Dentist					ITRACT		PHART
Dental Assistant					ITRACT		- 1848
Dental Hygienist						- 1724 .	
X-Ray Operator					ITRACT		
Psychiatrist				RN/CON			
Optometrist					ITRACT		
TOTAL	·		Р.	RN/CON	TRACT		
							18.00

EDUCATION	1ST	2ND	3RD DAYS	RELIEF	TOTAL
	SHIFT	SHIFT	SHIFT COVERED	FACTOR	STAFF
Principal		0	0 5	1.00	1.00
Academic Instructor	3	n	0 5		
Vocational Instructor	1		<u> </u>	1.00	3.00
Counselor (Program Facilitators)	T		<u>U</u>	1.00	4.00
Librarian Librarian		<u> </u>	0 5	1.00	2.00
Education Counselor	1	.0	0 5	1.00	1.00
		0 1111	0 5	1.00	1.00
Secretary		n	0 5		
Diagnostician				1.00	1.00
TOTAL			PRN/CONTRACT		4.4
* Post positions included in the O			11.41.	* * * *	13.00

Post positions included in the Correctional Officer job classification.

BOLD - Priority Post.

Italics - Key Positions

TALLAHATCHIE1104WI-7/29/02

^{**} Positions hired on a contractual of fee basis for services rendered.

WEST TENNESSEE DETENTION FACILITY Mason, Tennessee 600 Beds

STAFF DEPLOYMENT BY SHIFT & POSITION	
MANAGEMENT/SUPPORT	12.00
SECURITY/OPERATIONS	64.00
UNIT MANAGEMENT	71.00
SERVICES	6.00
PROGRAMS	8.00
HEALTH SERVICES	13.00
EDUCATION	9.00
TOTAL	183.00

	151	2ND	3RD	Days	Relief	Total
MANAGEMENT/SUPPORT	Shift	Shift	Shift	Covered	Factor	Staff
Warden	1	0	0	0	1.00	1.00
Assistant Warden	1	0	0	5	1.00	1.00
Training Manager	1	0	0	5	1.00	1.00
Business Manager	1	0	0	5	1.00	1.00
Manager, Human Resources	1	0	0	5	1.00	1.00
Manager, Quality Assurance	1	0	0	5	1.00	1.00
Investigator	1	0	0	5	1.00	1.00
Mailroom Clerk	2	0	0	5	1.00	1.00
Secretary	1	0	0	5	1.00	1.00
Administrative Clerk	2	0	0	5	1.00	2.00
Receptionist	1	0	0	5	1.00	1.00
TOTAL						12.00

SECURITY/OPERATIONS	1ST Shift	2ND Shift	3RD Shift	Days Covered	Relief Factor	Total Staff
Chief of Security	1	0	0	5	1.00	1.00
Shift Supervisor	1	1	<u>-</u> 1	7	1.68	5.00
Assistant Shift Supervisor	1	1	1	7	1.68	5.00
SCO - Disciplinary Hearing Officer	1	0	0	5	1.00	1.00
SCO - Grievance Officer	1	0	0	5	1.00	1.00
Intake and Release Officer	1	0	0	5	1.00	1.00
Visitation Officer	3	0	0	2	1.00	3.00
Transportation Officer	4	4	0	5	1.00	8.00
Central Control Officer	2	1	1	7	1.68	7.00
Front Gate (Lobby) Officer	1	1	0	7	1.68	3.00
Perimeter Patrol (Mobile)	1	1	1	7	1.68	5.00
Tower Officer	1	1	0	7	1.68	3.00
Recreation Officer	2	2	0	7	1.68	7.00
Utility/Search & Escort Officer	2	3	2	7	1.68	12.00
Medical Officer	1	0	0	5	1.00	1.00
Administrative Clerk	1	0	0	5	1.00	1.00
TOTAL						64.00

WEST TENNESSEE DETENTION FACILITY Mason, Tennessee 600 Beds

	1ST	2ND	3RD	Days	Relief	Tota
UNIT MANAGEMENT	Shift	Shift	Shift	Covered	Factor	Staf
A Hall (3 Pods / Segregation)		***************************************				
Unit Manager	1	0	0	5	1.00	1.00
Counselor	1	0	0	5	1.00	1.00
SCO	1	1	0	7	1.68	3.00
Pod Control	1	1	1	7	1.68	5.00
Housing Officer	3	3	2	7	1.68	13.00
C Hall (4 Pods / 2 Dorms)						
Unit Manager	<u> </u>	0	0	5	1.00	1.00
Counselor	3 3	0	0	5	1.00	3.00
SCO		1	0	7	1.68	3.00
Pod Control		1	1	7	1.68	5.00
Housing Officer	4	4	2	7	1.68	17.00
D Hall (4 Pods)						
Unit Manager		0	0	5	1.00	1.00
Counselor	2	0	0	5	1.00	2.00
SCO III II	1	1	0	7	1.68	3.00
Pod Control	1	1	1	7	1.68	5.00
Housing Officer	2	2	1	7	1.68	8.00
TOTAL						71.00

	1ST	2ND	3RD	Days	Relief	Tota
SERVICES	Shift	Shift	Shift	Covered	Factor	Staf
Warehouse Manager	1	0	0	5	1.00	1.00
Warehouse/Commissary Worker	2	0	0	5	1.00	2.00
Maintenance Supervisor	1 .	0	0	5	1.00	1.00
Maintenance Worker	2	0	O	5	1.00	2.00
Food Service Manager		0	0	5	1.00	Contract
Food Service Worker		1	0	7	1.68	Contract
TOTAL						6.00

PROGRAMS	1ST	2ND	3AD	Days	Relief	Total
	Shift	Shift	Shift	Covered	Factor	Staff
Classification Coordinator	1	0	0	5	1.00	1.00
Classification Officer	1	0	0	5	1.00	1.00
Addiction Treatment Manager	7	0	0	5	1.00	1.00
Addiction Treatment Counselor	3	0	0	5	1.00	1.00
Recreation Coordinator	1	0	0	5	1.00	1.00
Chaplain	1	0	0	5	1.00	1.00
Records Clerk	1	0	0	5	1.00	1.00
Administrative Clerk	1	- 0	0	5	1.00	1.00
TOTAL						8.00

WEST TENNESSEE DETENTION FACILITY Mason, Tennessee 600 Beds

	187	2ND	3RD	Days	Relief	Tota	
HEALTH SERVICES	Shift	Shift	Shift	Covered	Factor 1.00 1.00 1.68 1.68 1.00 RACT RACT	Staff	
Health Services Administrator	1	0	0	5	1.00	1.00	
Physician Assistant	1	0	0	5	1.00	1.00	
AN	1		0	7	1.68	3.00	
LPN	2	1	1	7	1.68	7.00	
Medical Records Clerk	1	0	0	5		1.00	
Physician	PRN/CONTRACT						
Dentist	······································		~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	PRN/CONTR			
Dental Assistant	···			PRN/CONTR			
Dental Hygienist				PRN/CONTR			
TOTAL						13.00	

	187	2ND	3HD	Days	Relief	Tota
EDUCATION	Shift	Shift	Shift	Covered	Factor	Staff
Instructor Supervisor	1	0	0	5	1.00	1.00
Academic Instructor	2	0	0	5	1.00	2.00
Vocational Instructor	2	0	0	5	1.00	2.00
Counselor (Program Facilitator)	2	0	0	5	1.00	2.00
Librarian	1	0	0	5	1.00	1.00
Secretary	1	0	0	5	1.00	1.00
TOTAL						9.00

Post positions included in the Correctional Officer job classification.

BOLD - Priority Post.

Italics - Key Positions

WTN500WI-7/30/02

^{**} Positions hired on a contractual or fee basis for services rendered.

WHITEVILLE CORRECTIONAL FACILITY Whiteville, Tennessee 1,536/80 Segregation Beds

SECURITY/OPERATIONS	1ST	2ND	3RD	DAYS	RELIEF	TOTAL
	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAFF
Back Gate Officer	1	0	0	5	1.00	1.00
Recreation Officer	4	4	0	7	1.68	13.00
Utility/Search & Escort Officer	3	3	2	·	1.68	13.00
Kitchen Officer	1			7	1.68	3.00
Education Officer	2	n	n	, E	1.00	
Medical Officer	1	1				2.00
Count Clerk (Administrative Clerk)	1	<u></u>	<u> </u>		1.68	3.00
Administrative Clerk				<u></u>	1.00	1.00
TOTAL	I	<u> </u>	U	5	1.00	1.00
						85.00

G Building Unit Manager Counselor SCO Pod Control Officer	1 (2 (1 (1 (1 (1 (1 (1 (1 (1 (1 (1 (1 (1 (1	0 0 1 2 2 2 2 0 0 0 1 1 2 2 2 2 1 1 1 1	0 0 0 2 1 0 1	5 5 7 7 7 5 7 5 7	1.00 1.00 1.68 1.68 1.68 1.00 1.68 1.00 1.68	1.00 2.00 3.00 10.00 8.00 1.00 8.00 2.00 3.00 10.00
Unit Manager Counselor SCO Pod Control Officer Housing Officer SCO (Segregation) Housing Officer (Segregation) G Building Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer Housing Officer Building Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer Counselor SCO Pod Control Officer Housing Officer Housing Officer Housing Officer Housing Officer Counselor SCO Pod Control Officer Counselor SCO Pod Control Officer Housing Officer (Segregation)	2 1 1 2 2 2 1 (2 2 2 1 (2) 2 (2 1 (2) 2 (2) 2 (3)	0 1 2 2 2 0 2 0 0	0 0 0 2 1 0 1	5 5 7 7 7 5 7	1.00 1.00 1.68 1.68 1.68 1.00 1.68	1.00 2.00 3.00 10.00 8.00 1.00 8.00 1.00 2.00
Unit Manager Counselor SCO Pod Control Officer Housing Officer SCO (Segregation) Housing Officer (Segregation) G Building Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer Housing Officer Building Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer Counselor SCO Pod Control Officer Housing Officer Housing Officer Housing Officer Housing Officer Counselor SCO Pod Control Officer Counselor SCO Pod Control Officer Housing Officer (Segregation)	2 1 1 2 2 2 1 (2 2 2 1 (2) 2 (2 1 (2) 2 (2) 2 (3)	0 1 2 2 2 0 2 0 0	0 0 2 1 0 1	5 7 7 7 5 7 5 5 7	1.00 1.68 1.68 1.68 1.00 1.68	2.00 3.00 10.00 8.00 1.00 8.00 1.00 2.00 3.00
Pod Control Officer Housing Officer SCO (Segregation) Housing Officer (Segregation) G Building Unit Manager Counselor SCO Pod Control Officer Housing Officer H Building Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer Housing Officer Housing Officer Housing Officer Counselor SCO Pod Control Officer Housing Officer Counselor SCO Pod Control Officer Housing Officer Counselor SCO Pod Control Officer Counsing Officer (Segregation)	2 1 1 2 2 2 1 (2 2 2 1 (2) 2 (2 1 (2) 2 (2) 2 (3)	0 1 2 2 2 0 2 0 0	0 0 2 1 0 1	5 7 7 7 5 7 5 5 7	1.00 1.68 1.68 1.68 1.00 1.68	2.00 3.00 10.00 8.00 1.00 8.00 1.00 2.00 3.00
Pod Control Officer Housing Officer SCO (Segregation) Housing Officer (Segregation) G Building Unit Manager Counselor SCO Pod Control Officer Housing Officer H Building Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer Housing Officer Housing Officer Counselor SCO Pod Control Officer Housing Officer Counselor SCO Pod Control Officer Housing Officer Counselor Counse	1 2 2 1 (2 2 2 (2 (2 (3 (4) (4) (4) (4) (4) (4) (4) (4) (4) (4)	1 2 2 2 2 0 0	0 2 1 0 1	7 7 7 5 7 5 5 5 7	1.68 1.68 1.68 1.00 1.68 1.00 1.00	3.00 10.00 8.00 1.00 8.00 1.00 2.00 3.00
Housing Officer SCO (Segregation) Housing Officer (Segregation) G Building Unit Manager Counselor SCO Pod Control Officer Housing Officer H Building Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer Housing Officer Housing Officer Housing Officer Counselor SCO Pod Control Officer Housing Officer Counselor	2 2 2 1 (2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	2 1 0 1	7 7 5 7 5 5 5 5 7	1.68 1.68 1.00 1.68 1.00 1.00	10.00 8.00 1.00 8.00 1.00 2.00 3.00
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Housing Officer (Segregation) G Building Unit Manager Counselor SCO Pod Control Officer Housing Officer H Building Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer Housing Officer Counselor SCO Pod Control Officer Housing Officer Counselor CO Pod Control Officer Housing Officer Housing Officer Housing Officer Housing Officer (Segregation)	1 (2) 2 (2) (2) (2) (2) (2) (2) (2) (2) (O 2 2 O O O O O O O O O O O O O O O O O	0 1 0 0 0	5 7 5 5 7	1.00 1.68 1.00 1.00 1.68	1.00 8.00 1.00 2.00 3.00
G Building Unit Manager Counselor SCO Pod Control Officer Housing Officer H Building Unit Manager Counselor SCO Pod Control Officer Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer Jouing Officer Counselor Counselor Counselor SCO Pod Control Officer Jouing Officer Jouing Officer Jouing Officer Jouing Officer Jouing Officer Jouing Officer (Segregation)	2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	2	0 0 0 2	7 5 5 7	1.68 1.00 1.00 1.68	1.00 2.00 3.00
G Building Unit Manager Counselor SCO Pod Control Officer Housing Officer H Building Unit Manager Counselor SCO Pod Control Officer Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer J Building / Segregation Unit Manager Counselor SCO Pod Control Officer J J J J J J J J J J J J J J J J J J J	2 (2)) !	0 0 0 0	5 5 7	1.00 1.00 1.68	1.00 2.00 3.00
Counselor SCO Pod Control Officer Housing Officer H Building Unit Manager Counselor SCO Pod Control Officer Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer Housing Officer Housing Officer (Segregation)	2 2) 	0 0 2	5 7	1.00 1.68	2.00 3.00
Counselor SCO Pod Control Officer Housing Officer H Building Unit Manager Counselor SCO Pod Control Officer Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer Housing Officer	2 2) 	0 0 2	5 7	1.00 1.68	2.00 3.00
SCO Pod Control Officer Housing Officer H Building Unit Manager Counselor SCO Pod Control Officer Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer Housing Officer J Building / Segregation Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer Housing Officer (Segregation)	2 2	2	0	7	1.68	3.00
Pod Control Officer Housing Officer H Building Unit Manager Counselor SCO Pod Control Officer Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer	2	2	2	7		
H Building Unit Manager Counselor SCO Pod Control Officer Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer Accolor Pod Control Officer Housing Officer Housing Officer Housing Officer Housing Officer (Segregation)	2			· · · · · · · · · · · · · · · · · · ·	1.00	
Unit Manager Counselor SCO Pod Control Officer Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer Housing Officer Housing Officer (Segregation)					1.68	8.00
Counselor SCO Pod Control Officer Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer Housing Officer (Segregation)	^			······································	1.00	0.00
Counselor SCO Pod Control Officer Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer (Segregation)		}	0	5	4 00	4.00
SCO Pod Control Officer Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer (Segregation)			0	<u> </u>	1.00 1.00	1.00
Pod Control Officer Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer Housing Officer Housing Officer (Segregation)	*************		0	<u>3</u> 7	1.68	2.00
Housing Officer I Building / Segregation Unit Manager Counselor SCO Pod Control Officer Housing Officer (Segregation)			2	7	1.68	3.00
Building / Segregation Unit Manager			1	7	1.68	10.00
Unit Manager Counselor SCO Pod Control Officer Housing Officer (Segregation)	***************************************				1.00	8.00
Counselor SCO Pod Control Officer Housing Officer Housing Officer (Segregation)	0	i	0	5	4.00	- 4 00
SCO Pod Control Officer Housing Officer Jousing Officer (Segregation)	****		0	<u> </u>	1.00	1.00
Pod Control Officer Housing Officer Cousing Officer (Segregation)	1		0	7	1.00	2.00
Housing Officer Housing Officer (Segregation)			2	7	1.68 1.68	3.00
Housing Officer (Segregation)	2		1	7	1.68	10.00
J Building	2		1	7	1.68	8.00
		·····	*		1.00	8.00
Jnit Manager 1			0	5	1.00	4 00
Counselor	{ }		0	<u> </u>	1.00	1.00
SCO 1	0		0	<u>3</u>	1.00 1.68	2.00
Pod Control Officer 2	0				1.68	3.00
lousing Officer 2		-	2	7	i m×	10.00

WHITEVILLE CORRECTIONAL FACILITY Whiteville, Tennessee 1,536/80 Segregation Beds

SECURITY/UNIT MANAGEMENT	1ST	2ND	3RD	DAYS	RELIEF	TOTAL
	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAFF
K Building						
Unit Manager	1	0	0	5	1.00	1.00
Counselor	2	0	0	5	1.00	2.00
SCO	1	1	0	7	1.68	3.00
Pod Control Officer	2	2	2	7	1.68	10.00
Housing Officer	2	2	1	7	1.68	8.00
TOTAL			:		1.00	161.00
		***************************************			·	101.00

	1.00					
	181	2ND	3RD	DAYS	RELIEF	TOTAL
SERVICES	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAFF
Warehouse Manager	1	0	0	5	1.00	1.00
Warehouse Worker	2	. 0	0	5	1.00	2.00
Commissary Clerk	2	0	0	5	1.00	2.00
Food Service Manager		0	0	5	1.00	Contract
Food Service Supervisor	### # ##	: 1	0	5	1.00	Contract
Food Service Worker	2	2	0	~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	1.68	Contract
Maintenance Supervisor	1	0	0	5	1.00	1.00
Assistant Maintenance Supervisor	0	1	n	5	1.00	1.00
Maintenance Worker	2	2		5	1.00	4.00
Administrative Clerk	1	0	0	5	1.00	1.00
TOTAL				<u> </u>	1.00	
						12.00

	1ST	2ND	3RD	DAYS	RELIEF	TOTAL
PROGRAMS	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAFF
Program Manager		0	0	5	1.00	1.00
Classification Supervisor	1	0	0	5	1.00	1.00
Classification Officer	1	0	0	5	1.00	1.00
Jobs Coordinator	:1	0	0	5	1.00	1.00
Records Supervisor	1	0	n	5	1.00	1.00
Records Clerk	2	0	n o	5	1.00	2.00
Addiction Treatment Manager	1	0	0	<u> </u>	1.00	
Addiction Treatment Counselor	5	0	0	5	1.00	1.00
Chaplain	1	<u>0</u>	0	5		5.00
Recreation Supervisor	1	<u> </u>	^		1.00	1.00
Administrative Clerk	3			5	1.00	1.00
Contract Attorney	<u></u>	<u> </u>		5	1.00	3.00
TOTAL			J	'RN/CONTRAC	<i>3</i> I	
IVIAL						18.00

	1ST	2ND	3RD	DAYS	RELIEF	TOTAL
HEALTH SERVICES	SHIFT	SHIFT	SHIFT	COVERED	FACTOR	STAFF
Health Service Administrator	1	0	0	5	1.00	1.00
A.R.N.P.	1	0	0	5	1.00	1.00
Psychologist	1	0	0	5	1.00	1.00
Dentist	1	0	0	5	1.00	1.00
Dental Assistant	1	0	<u>~</u>	<u> </u>	1.00	1.00
Dental Hygienist	1	0	Ō	5	1.00	1.00

WHITEVILLE CORRECTIONAL FACILITY Whiteville, Tennessee 1,536/80 Segregation Beds

HEALTH SERVICES		1ST SHIFT	2ND SHIFT	3RD SHIFT	DAYS	RELIEF	TOTAL
Clinical Supervisor		1	0	0	5	1.00	1.00
RN		1	1	1	7	1.68	5.00
LPN		3	2	1	7	1.68	10.00
Medical Records Clerk		1	1	0	5	1.00	2.00
Physician		****	···		PRN/CONTRAC		
Psychiatrist	······································	······································			'RN/CONTRAC		
Optometrist	:				PRN/CONTRAC		
Other Health Care Professionals				****	'RN/CONTRAC		4 4 3 3 3 3
TOTAL							24.00
						55145010459 (1000000000000000000000000000000000000	

EDUCATION	1ST SHIFT	2ND SHIFT	3RD SHIFT	DAYS	RELIEF FACTOR	TOTAL
Principal		0	0	5	1.00	1.00
Education Counselor	1	0	0	5	1.00	1.00
Academic Instructor	7	0	0	5	1.00	7.00
Vocational Instructor	5	0	0	5	1.00	5.00
Counselor (Program Facilitator)	2	0	0	5	1.00	2.00
Librarian	1	0	0	5	1.00	1.00
Library Aide	1	0	0	5	1.00	1.00
Secretary	1 .	0	0	5	1.00	1.00
TOTAL		(1131153115311611)				19.00

Post positions included in the Correctional Officer job classification.

1.

Whiteville1536WI -7/31/02

BOLD - Priority Post.

Italics - Key Positions

^{**} Positions hired on a contractual or fee basis for services rendered.

WHITEVILLE CORRECTIONAL FACILITY Whiteville, Tennessee 1,536/80 Segregation Beds

HEALTH SERVICES	1ST SHIFT	2ND SHIFT	3RD SHIFT	DAYS COVERED	RELIEF FACTOR	TOTAL STAFF
Clinical Supervisor	1	0	0	5		
RN	1	- · · · · · · · · · · · · · · · · · · ·			1.00	1.00
LPN			<u> </u>	/	1.68	5.00
Medical Records Clerk	3	2	1	7	1.68	10.00
* Physician	1	1	0	5	1.00	2.00
Psychiatrist		·····		PRN/CONTRAC		
Optometrist		****	F	PRN/CONTRAC	T	
			F	PRN/CONTRAC	T	
Other Health Care Professionals				PRN/CONTRAC		···
TOTAL						24.00

EDUCATION	1ST SHIFT		3RD SHIFT	DAYS COVERED	RELIEF FACTOR	TOTAL STAFF
Principal	1	n	Λ		······	***************************************
Education Counselor	4:	0	0	<u> </u>	1.00	1.00
Academic Instructor			U	5	1.00	1.00
Vocational Instructor		0	0	5	1.00	7.00
Counselor (Program Facilitator)	<u> </u>	0	0	5	1.00	5.00
Librarian	2	0	0	5	1.00	2.00
Library Aide	1	0	0	5	1.00	1.00
	1	0	0	5	1.00	1.00
Secretary	1	0	0	5		
TOTAL					1.00	1.00
* Post positions included in the Commetic	- 1					19.00
* Post positions included in the Correctio	nai Officer job i	classificatio	n.	White	ville1536WI	-7/31/02

^{**} Positions hired on a contractual or fee basis for services rendered.

Whiteville1536WI -7/31/02

BOLD - Priority Post.

Italics - Key Positions

INDEX TO FINANCIAL STATEMENTS

Combined and Consolidated Financial Statements of Corrections Corporation of America and Subsidiaries

Report of Independent Public Accountants	F 0
Consolidated Balance Sheets as of December 31, 2001 and 2000	F-2
Combined and Consolidated Statements of Operations for the years ended	F-3
December 31, 2001, 2000 and 1999	F-4
Combined and Consolidated Statements of Cash Flows for the years ended	Г -4+
December 31, 2001, 2000 and 1999	F-5
Consolidated Statements of Stockholders' Equity for the years ended	r-3
December 31, 2001, 2000 and 1999	F-9
Notes to the Combined and Consolidated Financial Statements	F-11

REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS

To Corrections Corporation of America:

We have audited the accompanying consolidated balance sheets of CORRECTIONS CORPORATION OF AMERICA (a Maryland corporation) AND SUBSIDIARIES as of December 31, 2001 and 2000, and the related combined and consolidated statements of operations, cash flows and stockholders' equity for each of the three years in the period ended December 31, 2001. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As discussed in Notes 2 and 15, as of December 31, 2001, the Company has \$963.6 million of debt outstanding, including \$791.9 million outstanding under the Company's senior bank credit facility, which matures on December 31, 2002. Although management has developed plans for addressing the December 31, 2002 debt maturity as discussed in Notes 2 and 15, there can be no assurance that management's plans will be successful and there can be no assurance that the Company will be able to refinance or renew its debt obligations maturing on December 31, 2002.

In our opinion, the combined and consolidated financial statements referred to above present fairly, in all material respects, the financial position of Corrections Corporation of America and subsidiaries as of December 31, 2001 and 2000, and the results of their operations and their cash flows for each of the three years in the period ended December 31, 2001, in conformity with accounting principles generally accepted in the United States.

As explained in Note 17, upon adoption of a new accounting pronouncement effective January 1, 2001, the Company changed its method of accounting for derivative financial instruments.

ARTHUR ANDERSEN LLP

Nashville, Tennessee February 11, 2002 (except with respect to the matter discussed in the last paragraph of Note 16, as to which the date is March 9, 2002)

CORRECTIONS CORPORATION OF AMERICA AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS

(in thousands, except per share data)

. CONTINO	***************************************	Decer	nber 31	,
ASSETS		2001		2000
Cash and cash equivalents	\$	46 187	ď	20.000
Restricted cash	.3	46,307	\$	20,889
Accounts receivable, net of allowance of \$729 and \$1,486, respectively		12,537		9,209
Income tax receivable		144,078		132,306
Prepaid expenses and other current assets		568		32,662
Assets held for sale under contract		12,841		18,726
Total current assets		31/ 331		24,895
		216,331		238,687
Property and equipment, net		1,573,152		1,615,130
Investment in direct financing leases		10 0772		
Assets held for sale		18,873		23,808
Goodwill		22,312		138,622
Other assets		104,019		109,006
	*****	36,593		51,739
Total assets	\$	1,971,280	\$	2,176,992
	***************************************		descriptions:	,,-,
LIABILITIES AND STOCKHOLDERS' EQUITY				•
Accounts payable and accrued expenses	\$	145,157	\$	243,312
Income tax payable	•	10,137	Ψ	8,437
Distributions payable		15,853		9,156
Fair value of interest rate swap agreement		13,564		9,130
Current portion of long-term debt		792,009		14.504
Total current liabilities		976,720	*********	14,594 275,499
Long-term debt, net of current portion		171 501		
Deferred tax liabilities		171,591		1,137,976
Other liabilities		56,511		56,450
Total liabilities		19,297	***************************************	19,052
		1,224,119		1,488,977
Commitments and contingencies				
Preferred stock - \$0.01 par value; 50,000 shares authorized:				
Series A - 4,300 shares issued and outstanding; stated at liquidation preference of				
\$25.00 per share		107,500		107,500
Series B - 3,948 and 3,297 shares issued and outstanding at December 31, 2001 and 2000,				107,500
respectively; stated at liquidation preference of \$24.46 per share		96,566		80,642
Common stock - \$0.01 par value; 80,000 and 400,000 shares authorized; 27,921 and 235,395		20,000		00,042
shares issued and 27,920 and 235,383 shares outstanding at December 31, 2001 and 2000		s.		
respectively		279		2,354
Additional paid-in capital		1,341,958		1,299,390
Deferred compensation		(3,153)		(2,723)
Retained deficit		(793,236)		(2,723) (798,906)
Treasury stock, 1 and 12 shares, respectively, at cost		(242)		(242)
Accumulated other comprehensive loss		(2,511)		(242) -
Total stockholders' equity		747,161		688,015
Total liabilities and stockholders' equity	\$	1,971,280	\$	
• •	.,	2,271,400	P	2,176,992

The accompanying notes are an integral part of these combined and consolidated financial statements.

(in thousands, except per share amounts)

		Fort	the Year	s Ended Decem	ber 31,	
REVENUE:		2001		2000	_	1999
Management and other Rental	\$	974,360	\$	261,774	\$	*
Licensing fees from affiliates		6,431		40,938		270,134
and the strong armates	***************************************	*		7,566		8,699
	***************************************	980,791		310,278		278,833
EXPENSES:						
Operating		753,521		217216		
General and administrative		733,521 34,568		217,315		-
Depreciation and amortization		54,135		45,463		24,125
Licensing fees to Operating Company		34,133		59,799		44,062
Administrative service fee to Operating Company		**		501		~
Write-off of amounts under lease arrangements		-		900		-
Impairment losses		-		11,920		65,677
	***************************************	043.334		527,919		76,433
		842,224		863,817		210,297
OPERATING INCOME (LOSS)	·	138,567		(553,539)		68,536
OTHER (INCOME) EXPENSE:					***************************************	
Equity (earnings) loss and amortization of deferred gain, net						
Interest expense, net		358		11,638		(3,608)
Other income		125,640		131,545		45,036
Change in fair value of derivative instruments		••		(3,099)		´ <u>.</u>
Loss on disposals of assets		(14,554)		-		-
Unrealized foreign currency transaction loss		74		1,733		1,995
Stockholder litigation settlements		219		8,147		- ,
Write-off of loan-costs		-		75,406		-
or or tour costs		-		_		14,567
		111,737	***************************************	225,370		57,990
INCOME (LOSS) BEFORE INCOME TAXES AND	٠.					
MINORITY INTEREST		26,830		(778,909)		10,546
Income tax (expense) benefit		(1,136)	***************************************	48,002		(83,200)
INCOME (LOSS) BEFORE MINORITY INTEREST		25,694		(730,907)	**	(72,654)
Minority interest in net loss of PMSI and JJFMSI	····	-		125		-
NET INCOME (LOSS)		25,694		(730,782)	-	(72,654)
Distributions to preferred stockholders		(20,024)		(13,526)		(8,600)
NET INCOME (LOSS) AVAILABLE TO						<u>></u>
COMMON STOCKHOLDERS	\$	5,670	\$	(744,308)	\$	(81,254)
BASIC EARNINGS (LOSS) PER SHARE	S	0.23	\$	(56.68)	\$	(7.06)
DILUTED EARNINGS (LOSS) PER SHARE	S				***************************************	The state of the s
The state of the s	J	0.20	\$	(56.68)	\$	(7.06)

The accompanying notes are an integral part of these combined and consolidated financial statements.

(in thousands)

	Fo	r the Years Ended Dece	ember 31,
CASH FLOWS FROM OPERATING ACTIVITIES:	2001	2000	1999
Net income (loss)	£ 35.04		
Adjustments to reconcile net income (loss) to net cash provided by	\$ 25,694	\$ (730,782)	\$ (72,654)
(used iii) operating activities:			
Depreciation and amortization	***		
Amortization of debt issuance costs and other non each interest	54,135	59,799	44,062
Deferred and other non-cash income taxes	22,652	15,684	7,901
Equity in (earnings) losses and amortization of deferred gain, net	(3,531)	(13,767)	83,200
Write-off of amounts under lease arrangements	358	11,638	(3,608)
Write-off of loan costs	+	11,920	65,677
Unrealized foreign currency transaction loss	•	*	14,567
Other non-cash items	219	8,147	,
Loss on disposals of assets	2,579	3,595	3,679
Impairment losses	74	1,733	1,995
Change in formation 6 de	-	527,919	76,433
Change in fair value of derivative instruments Minority interest	(14,554)		70,433
withorny interest		(125)	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1
Changes in assets and liabilities, net of acquisitions:	*	(122)	
Accounts receivable, prepaid expenses and other assets	(6,657)	(4,728)	(A man)
Receivable from affiliates	(4,55.7)	28,864	(2,732)
Income tax receivable	32,207		(28,608)
Accounts payable, accrued expenses and other liabilities	(22,002)	(32,662)	(9,490)
Payable to Operating Company	(22,002)	68,527	(32,302)
Income tax payable	1 507	(2,325)	(68,623)
Net cash provided by (used in) operating activities	1,587	-	<u> </u>
· · · · · · · · · · · · · · · · · · ·	92,761	(46,563)	79,497
CASH FLOWS FROM INVESTING ACTIVITIES:			
Additions of property and equipment, net			
(Increase) decrease in restricted cash	(6,435)	(78,663)	(528,935)
Payments received on investments in affiliates	(3,328)	15,200	(7,221)
Issuance of note receivable	•	6,686	21,668
Proceeds from sale of assets and businesses	san 5	(529)	(6,117)
Increase in other assets	140,277	6,400	43,959
	(1,443)		3,536
Cash acquired in acquisitions	·	6,938	21,894
Payments received on direct financing leases and notes receivable	1,861	5,517	
Net cash provided by (used in) investing activities	130,932	(38,451)	3,643
		(56,451)	(447,573)
CASH FLOWS FROM FINANCING ACTIVITIES:	and the second		
Proceeds from (payments on) debt, net	(188,970)	20.000	
Payment of debt issuance costs	(7,012)	29,089	566,558
Proceeds from issuance of common stock	(7,014)	(11,316)	(59,619)
Proceeds from exercise of stock options and warrants	*	*	131,977
Preferred stock issuance costs	-	•	166
Payment of dividends	(20)	(403)	-
Cash paid for fractional shares	(2,182)	(4,586)	(217,654)
Purchase of treasury stock by PMSI and JJFMSI	(91)	(11)	•
Net cash provided by (used in) financing activities	-	(13,356)	-
the cash provided by (ased in) illiancing activities	(198,275)	(583)	421,428
NET INCREASE (DECDEASE) BY GLOWING			
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS			
CASH EQUIVALENTS	25,418	(85,597)	53,352
•			
	76 996	106 406	
CASH AND CASH EQUIVALENTS, beginning of year CASH AND CASH EQUIVALENTS, end of year	20,889	106,486	31,141

(in thousands)

(Continued)

		F	or the Ye	ars Ended Dec	cember 31.	
SUPPLEMENTAL DISCLOSURES OF CASH FLOW	***************************************	2001		2000		1999
INFORMATION:						
Cash paid during the period for:						
Interest (net of amounts capitalized of \$0, \$8,330 and \$37,700						
in 2001, 2000 and 1999, respectively)	S	104,438	\$	132,798	e	20.022
Income taxes	\$	3,014		2,453	<u> </u>	28,022
avenue marialitation in the second se	***************************************			2,433		9,490
SUPPLEMENTAL SCHEDULE OF NONCASH INVESTING AND						
FINANCING ACTIVITIES:						
The Company issued shares of Series B Preferred Stock under the						
terms of the Company's 2001 Series B Preferred Stock Restricted						
Preferred stock - Series B	1 and 1					
Additional paid-in capital	\$	4,904	\$	-	\$	
Deferred compensation		(2,869)		-		-
	\$	(2,035)		-		-
	<u> </u>	*	\$	· -	<u>\$</u>	-
The Company issued shares of common stock and a promissory note						
payable in partial satisfaction of the stockholder litigation						
discussed in Note 21, as adjusted for the reverse stock split.						
Accounts payable and accrued expenses	\$	(69,408)	\$		\$	
Long-term debt		25,606	•	_	J	-
Common stock Additional paid-in capital		187		-		_
Additional paid-in capital	************************	43,615				-
	\$	-	\$	_	<u> </u>	-
The Company issued Series B Preferred Stock in lieu of cash						
distributions to the holders of shares of Series B Preferred Stock	4.444.74	+2-1		1 54 56 66		Jani kasa
on the applicable record date:						
Dividend payable						医甲基二氏 医二甲酰胺 医多克氏征
Preferred stock - Series B	€.	(11 070)	- A			
1 referred stock — Selles B	\$	(11,070) 11,070	\$		\$	****
Herefred Stock - Selles B	***************************************	11,070		*	_	-
a teles d'Asserta de la	S		\$		\$	-
The Company completed construction of a facility and entered	***************************************	11,070		-	_	_
The Company completed construction of a facility and entered into a direct financing lease:	***************************************	11,070		-	_	-
The Company completed construction of a facility and entered into a direct financing lease: Investment in direct financing lease	***************************************	11,070		(89,426)	\$	-
The Company completed construction of a facility and entered into a direct financing lease:	\$	11,070	\$	(89,426) 89,426	_	-
The Company completed construction of a facility and entered into a direct financing lease: Investment in direct financing lease	\$	11,070	\$		\$	-
The Company completed construction of a facility and entered into a direct financing lease: Investment in direct financing lease	\$	11,070	\$		\$	-
The Company completed construction of a facility and entered into a direct financing lease: Investment in direct financing lease Property and equipment The Company committed to a plan of disposal for certain long-lived assets:	\$	11,070	\$ \$	89,426	\$	-
The Company completed construction of a facility and entered into a direct financing lease: Investment in direct financing lease Property and equipment The Company committed to a plan of disposal for certain long-lived assets: Assets held for sale Investment in direct financing lease	\$	11,070	\$	89,426	\$	
The Company completed construction of a facility and entered into a direct financing lease: Investment in direct financing lease Property and equipment The Company committed to a plan of disposal for certain long-lived assets:	\$	11,070	\$ \$	(163,517) 85,722	\$	
The Company completed construction of a facility and entered into a direct financing lease: Investment in direct financing lease Property and equipment The Company committed to a plan of disposal for certain long-lived assets: Assets held for sale Investment in direct financing lease	\$ \$ \$	11,070	\$ \$ \$	89,426 - (163,517) 85,722 77,795	\$ \$	
The Company completed construction of a facility and entered into a direct financing lease: Investment in direct financing lease Property and equipment The Company committed to a plan of disposal for certain long-lived assets: Assets held for sale Investment in direct financing lease Property and equipment	\$	11,070	\$ \$	(163,517) 85,722	\$	
The Company completed construction of a facility and entered into a direct financing lease: Investment in direct financing lease Property and equipment The Company committed to a plan of disposal for certain long-lived assets: Assets held for sale Investment in direct financing lease	\$ \$ \$	11,070	\$ \$ \$	89,426 - (163,517) 85,722 77,795	\$ \$	
The Company completed construction of a facility and entered into a direct financing lease: Investment in direct financing lease Property and equipment The Company committed to a plan of disposal for certain long-lived assets: Assets held for sale Investment in direct financing lease Property and equipment The Company issued debt to satisfy accrued default rate interest on a convertible note and to satisfy a payable for professional services:	\$ \$ \$	11,070	\$ \$ \$	89,426 - (163,517) 85,722 77,795	\$ \$	
The Company completed construction of a facility and entered into a direct financing lease: Investment in direct financing lease Property and equipment The Company committed to a plan of disposal for certain long-lived assets: Assets held for sale Investment in direct financing lease Property and equipment The Company issued debt to satisfy accrued default rate interest on a convertible note and to satisfy a payable for professional services: Current portion of long-term debt	\$ \$ \$	11,070	\$ \$ \$	89,426 - (163,517) 85,722 77,795 - 2,014	\$ \$	
The Company completed construction of a facility and entered into a direct financing lease: Investment in direct financing lease Property and equipment The Company committed to a plan of disposal for certain long-lived assets: Assets held for sale Investment in direct financing lease Property and equipment The Company issued debt to satisfy accrued default rate interest on a convertible note and to satisfy a payable for professional services:	\$ \$ \$	11,070	\$ \$ \$	89,426 - (163,517) 85,722 77,795	\$ \$ \$	

(in thousands)

(Continued)

Long-term debt Common stock Additional paid-in capital The Company issued a preferred stock dividend to satisfy the REIT distribution requirements: Preferred stock – Series B Additional paid-in capital Preferred stock was converted into common stock: Preferred stock – Series B Common stock Additional paid-in capital - \$ (105,471) \$ (104,520)	\$ 1,161 (47,000) 50 45,789 \$ - \$ - \$ - \$ -
Other assets Long-term debt Common stock Additional paid-in capital The Company issued a preferred stock dividend to satisfy the REIT distribution requirements: Preferred stock – Series B Additional paid-in capital Preferred stock was converted into common stock: Preferred stock – Series B Common stock Additional paid-in capital - \$ (105,471) \$ (105,471) \$ (104,520)	\$ - \$ - \$ -
Long-term debt Common stock Additional paid-in capital The Company issued a preferred stock dividend to satisfy the REIT distribution requirements: Preferred stock — Series B Additional paid-in capital Preferred stock was converted into common stock: Preferred stock — Series B Common stock Additional paid-in capital - \$ (105,471) \$ 951	\$ - \$ - \$ -
Common stock Additional paid-in capital The Company issued a preferred stock dividend to satisfy the REIT distribution requirements: Preferred stock — Series B Additional paid-in capital Preferred stock was converted into common stock: Preferred stock — Series B Common stock Additional paid-in capital - \$ (105,471) \$ (104,520)	\$ - \$ - \$ -
Additional paid-in capital -	\$ - \$ - \$ -
The Company issued a preferred stock dividend to satisfy the REIT distribution requirements: Preferred stock – Series B Additional paid-in capital Preferred stock was converted into common stock: Preferred stock – Series B Common stock Additional paid-in capital S - \$ (105,471) S - 951 Additional paid-in capital	\$ - \$ - \$ -
The Company issued a preferred stock dividend to satisfy the REIT distribution requirements: Preferred stock — Series B Additional paid-in capital Preferred stock was converted into common stock: Preferred stock — Series B Common stock Additional paid-in capital Preferred stock — Series B Common stock Additional paid-in capital	\$ - \$ -
Description requirements: Preferred stock — Series B	s - - -
Preferred stock - Series B	s - - -
Additional paid-in capital	s - - -
Preferred stock was converted into common stock: Preferred stock – Series B Common stock Additional paid-in capital S - \$ (105,471) S - 951 104,520	\$ -
Preferred stock was converted into common stock: Preferred stock – Series B Common stock Additional paid-in capital S (105,471) 951 104,520	\$ -
Preferred stock was converted into common stock: Preferred stock – Series B Common stock Additional paid-in capital S (105,471) 951 104,520	-
Preferred stock – Series B \$ - \$ (105,471) \$ Common stock - 951 Additional paid-in capital - 104,520	-
Common stock - 951 Additional paid-in capital - 104,520	-
Additional paid-in capital104,520	\$ -
	\$ -
	-
The Company acquired the assets and liabilities of Operating	
Company, PMSI and JJFMSI for stock:	
	\$ -
Receivable from affiliate 9,027	-
Income tax receivable - (3,781)	-
Prepaid expenses and other current assets - (903)	-
Property and equipment, net - (38,475)	_
Notes receivable - 100,756	-
Goodwill - (110,596)	A
Investment in affiliates - 102.308	
Deferred tax assets - 37,246	₩.÷
Other assets - (11,767)	_
Accounts payable and accrued expenses - 103,769	
Payable to Operating Company - (18,765)	-
Distributions payable - 31	_
Note payable to JJFMSI - 4,000	-
Current portion of long-term debt - 23,876	_
Deferred tax liabilities - 2,600	
Deferred gains on sales of contracts - (96,258)	+
Other liabilities - 25,525	_
Common stock - 217	-
Additional paid-in capital - 29,789	WA.
Deferred compensation (2,884)	
<u>s - \$ 22,048 </u>	> -
The Company acquired treasury stock and issued common stock in	
connection with the exercise of stock options:	
Additional paid-in capital \$ - \$ \$	
Treasury stock, at cost	(242)

(in thousands)

	************	For	the Years E	nded Decemb	per 31,
		2001		2000	1999
e Company acquired Old Prison Realty's assets and liabilities for				***************************************	
stock:					
Restricted cash	\$	· •	\$	-	\$ (17,188)
Property and equipment, net			-	-	(1,223,370)
Other assets		-		~	22,422
Accounts payable and accrued expenses		***		-	23,351
Deferred gains on sales of contracts		•			(125,751)
Long-term debt				_	279,600
Distributions payable		_		_	
Common stock				-	2,150
Preferred stock		•		. •	253
Additional paid-in capital				-	107,500
The state of the s				-	952,927
그리는 사람들이 되었다.	2	-	<u> </u>	_	\$ 21,894

CORRECTIONS CORPORATION OF AMERICA AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY FOR THE YEARS ENDED DECEMBER 31, 2001, 2000 AND 1999 (in thousands)

	Series A Preferred	Series B Preferred		Additional	D.C.	Retained	1	Accumulated Other		Total
	Stock	Stock	Stock	Capital	Compensation	Deficit	Treasury	Comprehensive		Stockholders'
BALANCE, December 31, 1998	69	S	\$ 800	\$ 398.493				Income (Loss)	· 	-
Acquisition of Old Prison Realty	107,500		253	052 027			9	,	ا ا	451,986
Effect of election of status as a real estate				125,25	ŧ	•	t	1		1,060,680
Investment trust	•	ι		52,693	ŧ	(52,693)	ī	•		
Issuance of common stock		1	79	131,898	1	· .		•		•
Issuance of restricted stock	,	1		469	(202)	. 	1	•		131,977
Stock options exercised	•	•		100	(567)	•	4	£		175
Conversion of long-term debt	•	r	7 (004	F	•	(242)	1		166
Shares issued to trustees	•	·	P C	45,789	1	*	í	t		45,839
Compensation expense related to deferred stock	f	4		125	•	•	à	ž		125
awards and stock options	•			220	202					
Net loss	*			(777	707	•	ŧ	1		431
Distributions to stockholders		ı	•	(83,200)		10,546	*	•		(72,654)
DATANCE CO.				(152,510)		(65,144)	i	•		(217,654)
PALANCE, December 31, 1999	\$ 107,500	\$	\$ 1,184	\$1,347,318	\$ (91)	\$ (54,598)	\$ (242)		0	1 401 071
Acquisition of Operating Company	1		188	28,580	(1.646)				ا و ا	1,701,071
Acquisition of PMSI	•		<u>E</u>	537	(550)	•	ŧ			27,122
Acquisition of JJFSM1	ŧ	4	9	672	(889)	ŧ	i	•		ı
Distribution to common stockholders	•	183,872		750	(000)	ŧ	4	•		4
Conversion of series B preferred stock into common				((7,401)	•	4	ı	•		(403)
stock, net	4	(105,482)	951	104,520	,					;
Compensation expense related to deferred stock						ı	•	•		(11)
awaius and stock options	ŧ		7	2,043	171	•	;			
Forfeiture of restricted stock	ŧ	•		(81)	ŏ		ı	•		7,216
Shares issued to trustees	ť	,		(12)	5	•	•	•		•
Dividends on preferred stock	•	2 253		O/	•		•	•		76
Net loss		46.4	•	ŧ	t	(13,526)	1	•		(11,274)
BAI ANCE December 21 2000		Ì	1			(730,782)	1	•		(730,782)
21, 2000	\$ 107,500	\$ 80,642	\$ 2,354	\$1,299,390	\$ (2,723)	\$ (798,906)	\$ (242)		<i>ح</i> د ا	688,015

CORRECTIONS CORPORATION OF AMERICA AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY FOR THE YEARS ENDED DECEMBER 31, 2001, 2000 AND 1999 (in thousands)

	Series A Preferred Stock	Series B Preferred Stock	Common Stock	Additional Paid-In Capital	Deferred Compensation	Retained Earnings	Treasury	Accumulated Other Comprehensive	Total Stockholders'
BALANCE, December 31, 2000	\$ 107,500	₩	\$ 2,354	\$ 1,299,390	\$ (2,723)	(208.906)	(747)	Some (Loss)	c 688 015
Comprehensive income (loss):							(#.7)	•	C10,000 &
Net income	í	•	•	•	45	709 \$6			•
Cumulative effect of accounting change	1	•		•	•	+K0,C2	1	1	25,694
Amortization of transition adjustment		ı		•		•	1	(5,023)	(5,023)
The state of definition adjustification of the state of t	·		•	4	1		7	2,512	2,512
Total comprehensive income	1		1	•	1	25,694	1	(2.511)	23.183
Distributions to preferred stockholders		11,070		•	1	(20.024)		The state of the s	(500)
Issuance of common stock under terms of stockholder			. ¥			(water)	1	•	(46,60)
litigation	•	•	187	43,615	ŧ		•	ı	43 807
Amortization of deferred compensation	ŧ	•	en List	(3)	1,305	•	•	1	1.305
Restricted stock issuances, net of forfeitures	•	4,904		(3,179)	(1.735)	ı		• 1	(91)
Reverse stock split	•	•	(2,265)	2,240	*	•		F 1	(91)
Other	•	(50)		(105)		•	•		(52)
BALANCE, December 31, 2001	\$ 107,500	\$ 96,566	\$ 279	\$ 1,341,958	\$ (3,153)	\$ (793,236)	\$ (242)	\$ (2,511)	s 747,161

The accompanying notes are an integral part of these combined and consolidated financial statements.

CORRECTIONS CORPORATION OF AMERICA AND SUBSIDIARIES

NOTES TO COMBINED AND CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2001, 2000 AND 1999

1. ORGANIZATION AND OPERATIONS

As of December 31, 2001, the Company owned 39 correctional, detention and juvenile facilities, three of which the Company leases to other operators, and two additional facilities which are not yet in operation. The Company also has a leasehold interest in a juvenile facility. At December 31, 2001, the Company operated 64 facilities, including 36 facilities that it owned, with a total design capacity of approximately 61,000 beds in 21 states, the District of Columbia and Puerto Rico.

The Company specializes in owning, operating and managing prisons and other correctional facilities and providing inmate residential and prisoner transportation services for governmental agencies. In addition to providing the fundamental residential services relating to inmates, the Company's facilities offer a variety of rehabilitation and educational programs, including basic education, life skills and employment training and substance abuse treatment. These services are intended to help reduce recidivism and to prepare inmates in the facilities the Company operates for their successful reentry into society. The Company also provides health care (including medical, dental and psychiatric services), food services and work and recreational programs.

Background and Formation Transactions

Corrections Corporation of America (together with its subsidiaries, the "Company"), a Maryland corporation formerly known as Prison Realty Trust, Inc. ("New Prison Realty"), commenced operations as Prison Realty Corporation on January 1, 1999, following its mergers with each of the former Corrections Corporation of America, a Tennessee corporation ("Old CCA"), on December 31, 1998 and CCA Prison Realty Trust, a Maryland real estate investment trust ("Old Prison Realty"), on January 1, 1999 (such mergers referred to collectively herein as the "1999 Merger").

Prior to the 1999 Merger, Old Prison Realty had been a publicly traded entity operating as a real estate investment trust, or REIT, primarily in the business of owning and leasing prison facilities to private prison management companies and certain government entities. Prior to the 1999 Merger, Old CCA was also a publicly traded entity primarily in the business of owning, operating and managing prisons on behalf of government entities (as discussed further herein). Additionally, Old CCA had been Old Prison Realty's primary tenant.

Immediately prior to the 1999 Merger, Old CCA sold all of the issued and outstanding capital stock of certain wholly-owned corporate subsidiaries of Old CCA, certain management contracts and certain other non-real estate assets related thereto, to a newly formed entity, Correctional Management Services Corporation, a privately-held Tennessee corporation ("Operating Company"). Also immediately prior to the 1999 Merger, Old CCA sold certain management contracts and other assets and liabilities relating to government owned adult facilities to Prison Management Services, LLC (subsequently merged with Prison Management Services, Inc.) and sold certain management contracts and other assets and liabilities relating to government owned jails and juvenile facilities to Juvenile and Jail Facility Management Services, LLC (subsequently merged with Juvenile and Jail Facility Management Services, Inc.). Refer to Note 3 for a more detailed discussion of these transactions occurring immediately prior to the 1999 Merger.

Effective January 1, 1999, New Prison Realty elected to qualify as a REIT for federal income tax purposes commencing with its taxable year ended December 31, 1999. Also effective January 1, 1999, New Prison Realty entered into lease agreements and other agreements with Operating Company, whereby Operating Company would lease the substantial majority of New Prison Realty's facilities and Operating Company would provide certain services to New Prison Realty. Refer to Note 6 for a more complete discussion of New Prison Realty's historical relationship with Operating Company.

During 2000, the Company completed a comprehensive restructuring (the "Restructuring"). As part of the Restructuring, Operating Company was merged with and into a wholly-owned subsidiary of the Company on October 1, 2000 (the "Operating Company Merger"). Immediately prior to the Operating Company Merger, Operating Company leased from New Prison Realty 35 correctional and detention facilities. Also in connection with the Restructuring, the Company amended its charter to, among other things, remove provisions relating to the Company's operation and qualification as a REIT for federal income tax purposes commencing with its 2000 taxable year and change its name to "Corrections Corporation of America."

From December 31, 1998 until December 1, 2000, the Company owned 100% of the non-voting common stock of Prison Management Services, Inc. ("PMSI") and Juvenile and Jail Facility Management Services, Inc. ("JJFMSI"), both of which were privately-held service companies which managed certain government-owned prison and jail facilities under the "Corrections Corporation of America" name (together, the "Service Companies"). The Company was entitled to receive 95% of each company's net income, as defined, as dividends on such shares, while other outside shareholders and the wardens at the individual facilities owned 100% of the voting common stock of PMSI and JJFMSI, entitling those voting stockholders to receive the remaining 5% of each company's net income, as defined, as dividends on such shares. During September 2000, wholly-owned subsidiaries of PMSI and JJFMSI entered into separate transactions with each of PMSI's and JJFMSI's respective non-management, outside shareholders to reacquire all of the outstanding voting stock of their non-management, outside shareholders, representing 85% of the outstanding voting stock of each entity for cash payments of \$8.3 million and \$5.1 million, respectively.

On December 1, 2000, the Company completed the acquisitions of PMSI and JJFMSI. PMSI provided adult prison facility management services to government agencies pursuant to management contracts with state governmental agencies and authorities in the United States and Puerto Rico. Immediately prior to the acquisition date, PMSI had contracts to manage 11 correctional and detention facilities. JJFMSI provided juvenile and jail facility management services to government agencies pursuant to management contracts with federal, state and local government agencies and authorities in the United States and Puerto Rico and provided adult prison facility management services to certain international authorities in Australia and the United Kingdom. Immediately prior to the acquisition date, JJFMSI had contracts to manage 17 correctional and detention facilities.

Operations

Prior to the 1999 Merger, Old CCA operated and managed prisons and other correctional and detention facilities and provided prisoner transportation services for governmental agencies. Old CCA also provided a full range of related services to governmental agencies, including managing, financing, developing, designing and constructing new correctional and detention facilities and redesigning and renovating older facilities. Following the completion of the 1999 Merger and through September 30, 2000, New Prison Realty specialized in acquiring, developing, owning and leasing correctional and detention facilities. Following the completion of the 1999 Merger and

through September 30, 2000, Operating Company was a separately owned private prison management company that operated, managed and leased the substantial majority of facilities owned by New Prison Realty. As a result of the 1999 Merger and certain contractual relationships existing between New Prison Realty and Operating Company, New Prison Realty was dependent on Operating Company for a significant source of its income. In addition, New Prison Realty paid Operating Company for services rendered to New Prison Realty in the development of its correctional and detention facilities. As a result of liquidity issues facing Operating Company and New Prison Realty, the parties amended certain of the contractual agreements between New Prison Realty and Operating Company during 2000. For a more complete description of these amendments, see Note 6.

As a result of the acquisition of Operating Company on October 1, 2000 and the acquisitions of PMSI and JJFMSI on December 1, 2000, the Company now specializes in owning, operating and managing prisons and other correctional facilities and providing inmate residential and prisoner transportation services for governmental agencies. In addition to providing the fundamental residential services relating to inmates, the Company's facilities offer a variety of rehabilitation and educational programs, including basic education, life skills and employment training and substance abuse treatment. These services are intended to help reduce recidivism and to prepare inmates in the facilities the Company operates for their successful reentry into society. The Company also provides health care (including medical, dental and psychiatric services), food services and work and recreational programs.

2. FINANCIAL DEVELOPMENTS

After completion of the first quarter of 1999, the first quarter in which operations were conducted in the structure after the 1999 Merger, management of the Company and management of Operating Company determined that Operating Company had not performed as well as projected for several reasons: occupancy rates at its facilities were lower than in 1998; operating expenses were higher as a percentage of revenue than in 1998; and certain aspects of the Operating Company Leases (as defined in Note 6) adversely affected Operating Company. As a result, in May 1999, the Company and Operating Company amended certain of the agreements between them to provide Operating Company with additional cash flow. See Note 6 for further discussion of these amendments. The objective of these changes was to allow Operating Company to be able to continue to make its full lease payments, to allow the Company to continue to make dividend payments to its stockholders and to provide time for Operating Company to improve its operations so that it might ultimately perform as projected and be able to make its full lease payments to the Company.

However, after these changes were announced, a chain of events occurred which adversely affected both the Company and Operating Company. The Company's stock price fell dramatically, resulting in the commencement of stockholder litigation against the Company and its former directors and officers. These events made it more difficult to raise capital. A lower stock price meant that the Company had more restricted access to equity capital, and the uncertainties caused by the falling stock price made it much more difficult to obtain debt financing. As described in Note 21, the stockholder lawsuits were settled in 2001.

In order to address its liquidity constraints, during the summer of 1999, the Company increased its credit facility (the "Senior Bank Credit Facility," as also defined in Note 15) from \$650.0 million to \$1.0 billion. One of the financing requirements in connection with this increase required that the Company raise \$100.0 million in equity and Operating Company raise \$25.0 million in equity in order for the Company to make the distributions in cash that would be necessary to enable the